


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT <input type="checkbox"/>	
APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER 16-8D-45 BTR	
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT ALTAMONT	
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME	
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164	
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL dspencer@billbarrettcorp.com	
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 14-20-H62-6265			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')	
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')	
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') UTE			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>	
20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN	
LOCATION AT SURFACE	415 FSL 538 FEL	SESE	8	4.0 S	5.0 W	U	
Top of Uppermost Producing Zone	658 FSL 660 FEL	SESE	8	4.0 S	5.0 W	U	
At Total Depth	660 FSL 660 FEL	SESE	8	4.0 S	5.0 W	U	
21. COUNTY DUCHESNE		22. DISTANCE TO NEAREST LEASE LINE (Feet) 660		23. NUMBER OF ACRES IN DRILLING UNIT 40			
		25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2659		26. PROPOSED DEPTH MD: 9300 TVD: 9300			
27. ELEVATION - GROUND LEVEL 6299		28. BOND NUMBER LPM 8874725		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock			
ATTACHMENTS							
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES							
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER				<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN			
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)				<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER			
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)				<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP			
NAME Elaine Winick		TITLE Sr. Permit Analyst		PHONE 303 293-9100			
SIGNATURE		DATE 11/05/2010		EMAIL ewinick@billbarrettcorp.com			
API NUMBER ASSIGNED 43013504660000		APPROVAL <div style="text-align: center;">  Permit Manager </div>					

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Cond	26	16	0	80		
Pipe	Grade	Length	Weight			
	Unknown	80	65.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	14.75	10.75	0	3000		
Pipe	Grade	Length	Weight			
	Grade J-55 Buttress	3000	45.5			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	7.875	5.5	0	9300		
Pipe	Grade	Length	Weight			
	Grade P-110 LT&C	9300	17.0			

DRILLING PLAN

BILL BARRETT CORPORATION

16-8D-45 BTR

SHL: SESE 415' FSL & 538' FEL Sec 8 4S 5W

BHL: SESE 660' FSL & 660' FEL Sec 8 4S 5W

Surface & Mineral Owner: Ute Tribe

Duchesne County, Utah

1 - 3. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River	4717'*	4711'
Douglas Creek	5595'	5586'
Black Shale	6462'	6451'
Castle Peak	6672'	6661'
Wasatch	7222'*	7211'
TD	9300'	9300'

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

4. Casing Program

A) Planned Program

<u>Hole Size</u>	<u>SETTING DEPTH (FROM)</u>	<u>(TO)</u>	<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
26"	Surface	80'	16"	65#			
14 3/4"	surface	3000'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 7-7/8"	surface	TD	5 1/2"	17#	P-110	LT&C	New

NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).

5. Cementing Program

A) Planned Program

<u>16" Conductor Casing</u>	<u>Grout</u>
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 790 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 7-7/8" at 6000' if minimal hole problems.	Lead with approximately 420 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 1160 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC 2500'.

NOTE: If 7-5/8" casing is necessary at 6000', we would cement with 250 sx of 12.7 PPG lead 50/50 Poz with 8% gel (1000' of fill with 100% excess, yield 1.80 cuft/sx) and 200 sx of 15.8 ppg tail Class G or H (500' of fill with 100% excess, yield 1.18 cuft/sx.) We will perform a FIT to 10.2 ppg after drilling 20' of new hole.

The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> (API filtrate)	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 3,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 3,000'	No pressure control required
3,000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. **Auxiliary Equipment**

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. **Testing, Logging and Core Programs**

<u>Cores</u>	None anticipated
<u>Testing</u>	None anticipated; drill stem tests may be run on shows of interest;
<u>Sampling</u>	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
<u>Surveys</u>	MWD as needed to land wellbore;
<u>Logging</u>	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

Bill Barrett Corporation
Drilling Program
16-8D-45 BTR
Duchesne County, Utah

If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.

10. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4691 psi* and maximum anticipated surface pressure equals approximately 2645 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A - (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Approximately August 1, 2011
Spud:	Approximately August 15, 2011
Duration:	30 days drilling time
	45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes.
8. Two (2) kill line valves, one of which shall be a check valve (2-inch minimum).
9. Upper kelly cock valve with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Pressure gauge on choke manifold.
12. Fill-up line above the uppermost preventer.

B. Pressure Rating: 3,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 16-8D-45 BTR

Surface Hole Data:

Total Depth:	3,000'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	2433.9	ft ³
Lead Fill:	2,500'	
Tail Volume:	486.8	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	790
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	2,500'	

# SK's Tail:	360
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Production Hole Data:

Total Depth:	9,300'
Top of Cement:	2,500'
Top of Tail:	5,000'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	947.2	ft ³
Lead Fill:	2,500'	
Tail Volume:	1629.4	ft ³
Tail Fill:	4,300'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	420
# SK's Tail:	1160

16-8D-45 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>		
Lead Cement - (2500' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	2,500'	
	Volume:	433.46	bbl
	Proposed Sacks:	790	sks
Tail Cement - (TD - 2500')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	2,500'	
	Calculated Fill:	500'	
	Volume:	86.69	bbl
	Proposed Sacks:	360	sks

<u>Job Recommendation</u>		<u>Production Casing</u>	
Lead Cement - (5000' - 2500')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft³/sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	2,500'	
	Calculated Fill:	2,500'	
	Volume:	168.70	bbl
	Proposed Sacks:	420	sks
Tail Cement - (9300' - 5000')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft³/sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	5,000'	
	Calculated Fill:	4,300'	
	Volume:	290.18	bbl
	Proposed Sacks:	1160	sks

T4S, R5W, U.S.B.&M.

BILL BARRETT CORPORATION

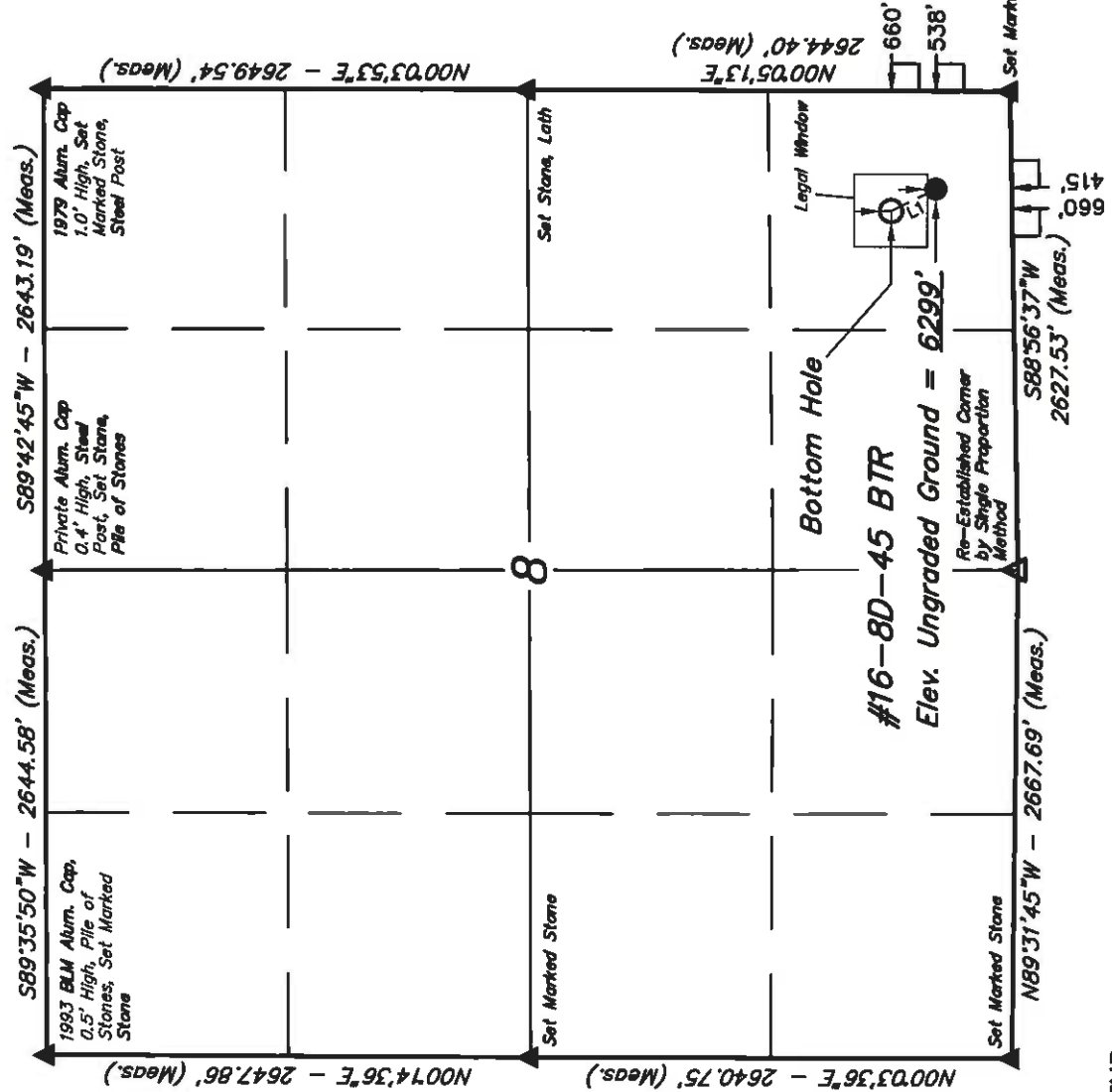
Well location, #16-8D-45 BTR, located as shown in the SE 1/4 SE 1/4 of Section 8, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

LINE TABLE		
LINE	BEARING	LENGTH
L1	N26°36'02"W	271.50'

NAD 83 (TARGET BOTTOM HOLE)		
LATITUDE	40°08'31.64"	(40.142122)
LONGITUDE	110°27'51.31"	(110.463118)
NAD 27 (SURFACE LOCATION)		
LATITUDE	40°08'31.79"	(40.142164)
LONGITUDE	110°27'58.75"	(110.463318)

REVISED: 08-23-10

UTAH ENGINEERING & LAND SURVEYING
86 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

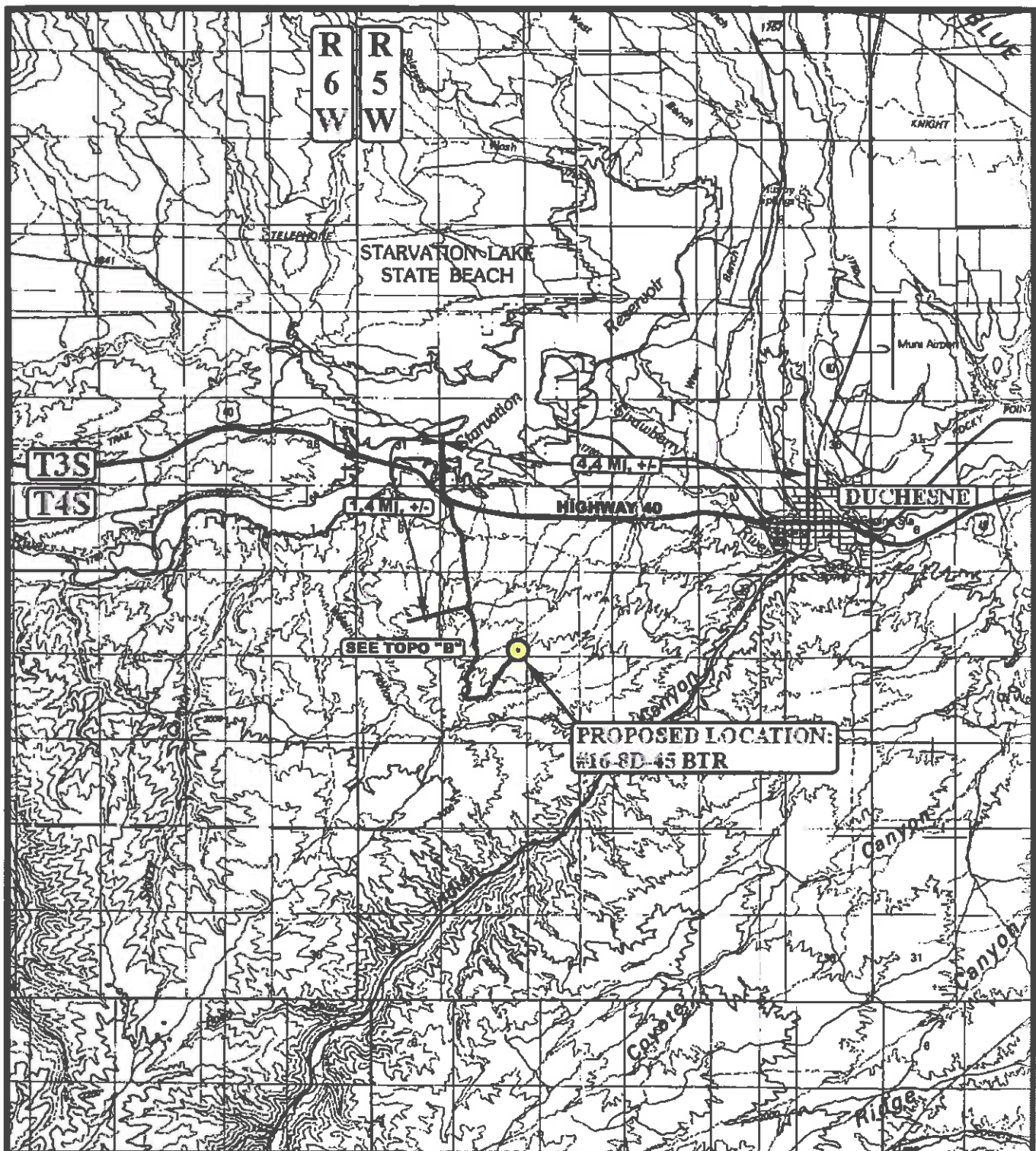
SCALE	1" = 1000'	DATE SURVEYED:	07-12-10	DATE DRAWN:	08-10-10
PARTY	T.A. J.D. C.C.	REFERENCES	G.L.O. PLAT		
WEATHER	HOT	FILE			
					BILL BARRETT CORPORATION



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE SURVEY WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY CLOSE SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

STATE OF UTAH
REGISTERED LAND SURVEYOR
ROBERT KAY
REGISTRATION NO. 161319



LEGEND:

 PROPOSED LOCATION

N

BILL BARRETT CORPORATION

#16-8D-45 BTR

SECTION 8, T4S, R5W, U.S.B.&M.

415' FSL 538' FEL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

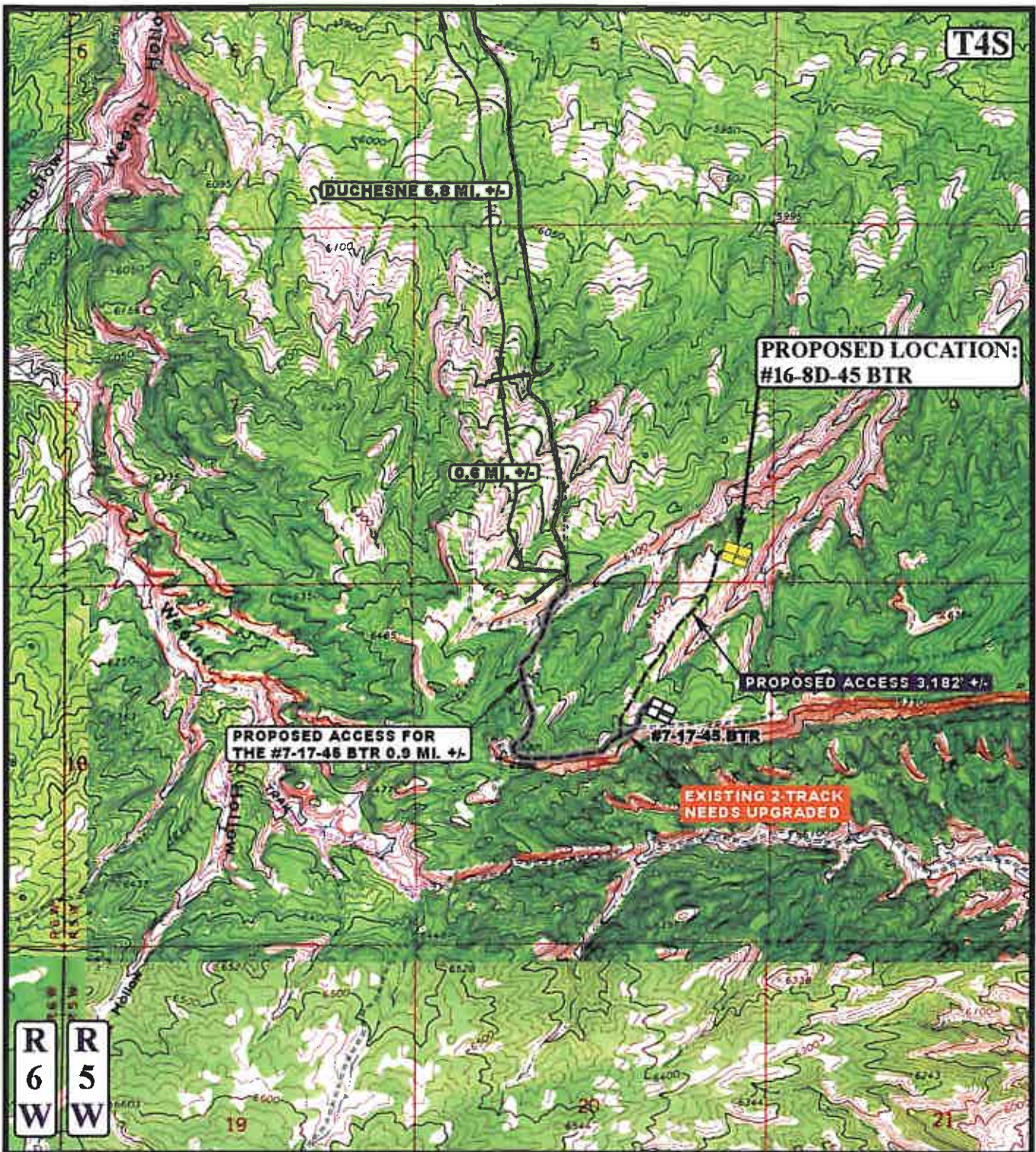
07 22 10
MONTH DAY YEAR



SCALE: 1:100,000

DRAWN BY: Z.L.

REVISED: 08-23-10



LEGEND:

EXISTING ROAD
 PROPOSED ACCESS
 EXISTING 2-TRACK NEEDS UPGRADED



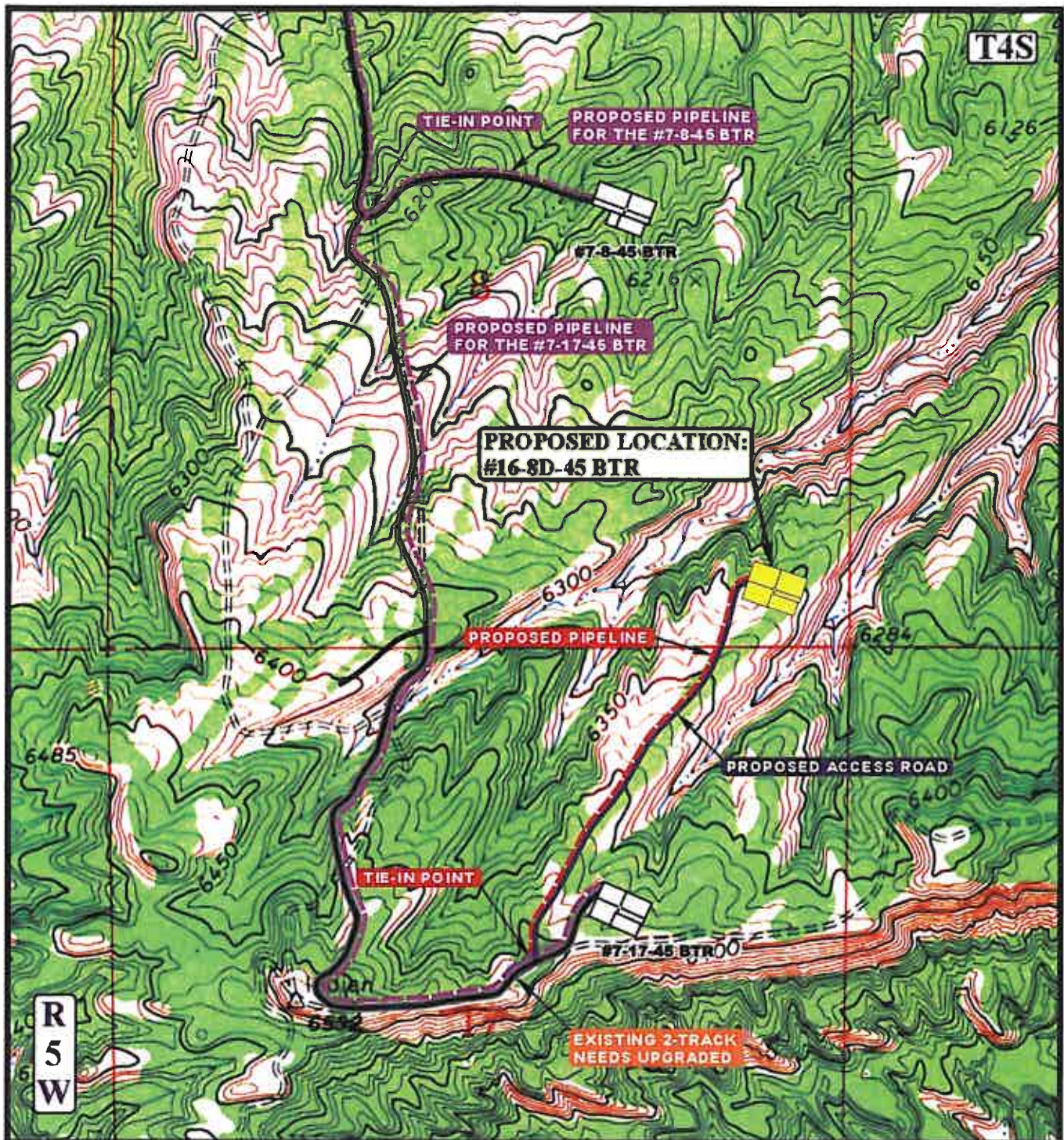
BILL BARRETT CORPORATION

#16-8D-45 BTR
 SECTION 9, T4S, R5W, U.S.B.&M.
 415' FSL 538' FEL

Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
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TOPOGRAPHIC MAP
 SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 08-23-10

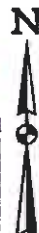
07 22 10
 MONTH DAY YEAR
B TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 3,223' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED PIPELINE
- EXISTING 2-TRACK NEEDS UPGRADED
- PROPOSED PIPELINE (SERVICING OTHER WELLS)



BILL BARRETT CORPORATION

#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
415' FSL 538' FEL



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TOPOGRAPHIC
MAP

07 22 10
 MONTH DAY YEAR



SCALE: 1" = 1000' DRAWN BY: Z.L. REVISED: 08-23-10



APPROXIMATE TOTAL POWERLINE DISTANCE = 7,937' +/-

LEGEND:

PROPOSED POWERLINE
PROPOSED POWERLINE
(SERVICING OTHER WELLS)



BILL BARRETT CORPORATION

#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
415' FSL 538' FEL



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TOPOGRAPHIC
MAP

09 01 10
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: J.J. REVISED: 00-00-00

D
TOPO

4S/5W

7

8

9

18

17

16



7-8-45BTR

16-8-45_BTR



one mile radius map



Bill Barrett Corporation

16-8D-45 BTR Pad
SESE, Section 8, T4S, R5W
Duchesne County, Utah

Legend

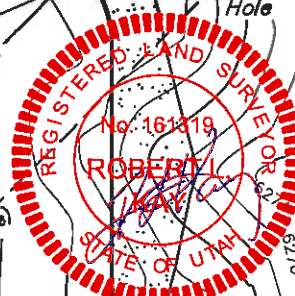
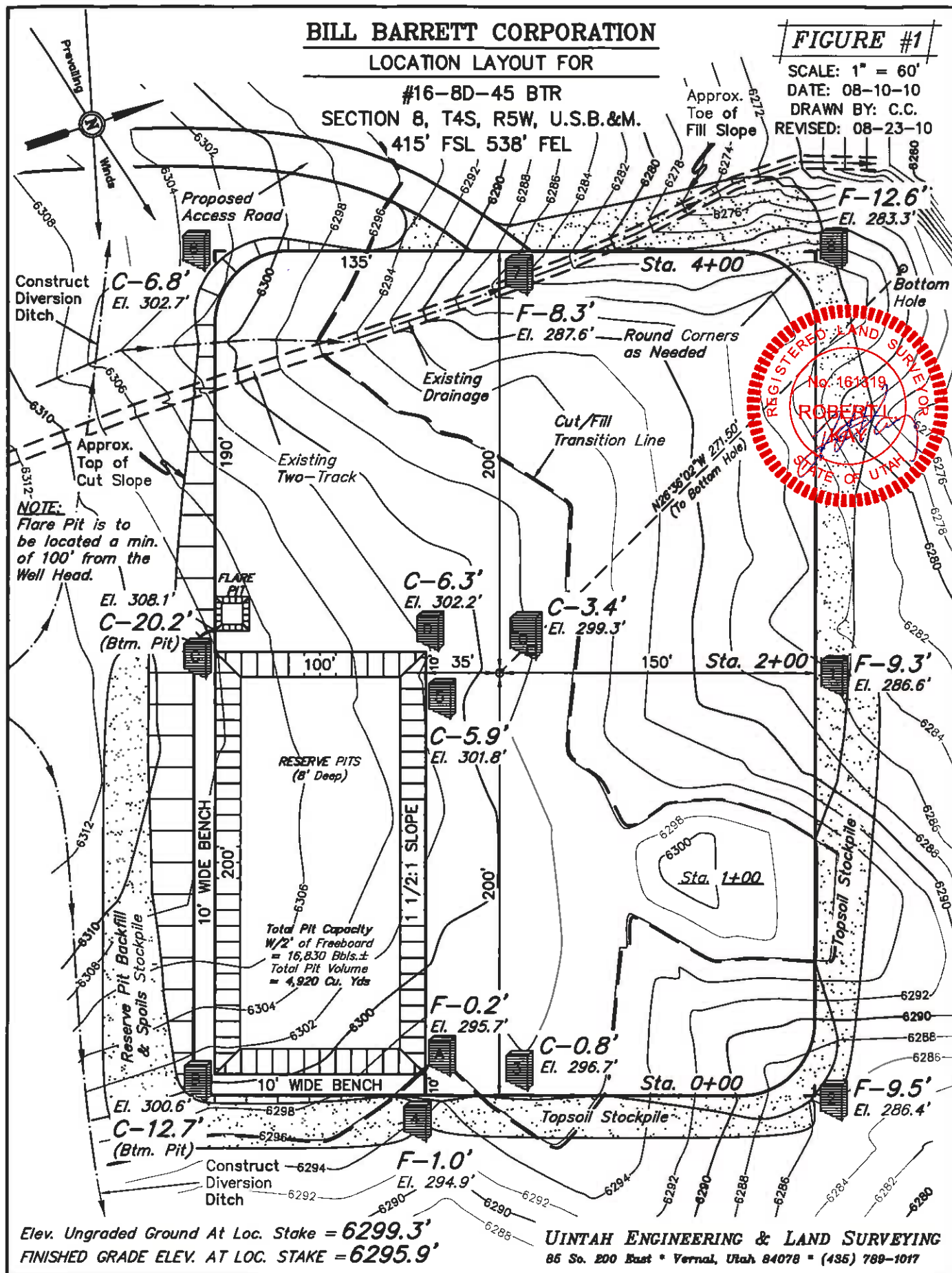
- Oil - 1 Total
- P&A - 1 Total
- Shut In - 1 Total

BILL BARRETT CORPORATION
LOCATION LAYOUT FOR

#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
415' FSL 538' FEL

FIGURE #1

SCALE: 1" = 60'
DATE: 08-10-10
DRAWN BY: C.C.
REVISED: 08-23-10



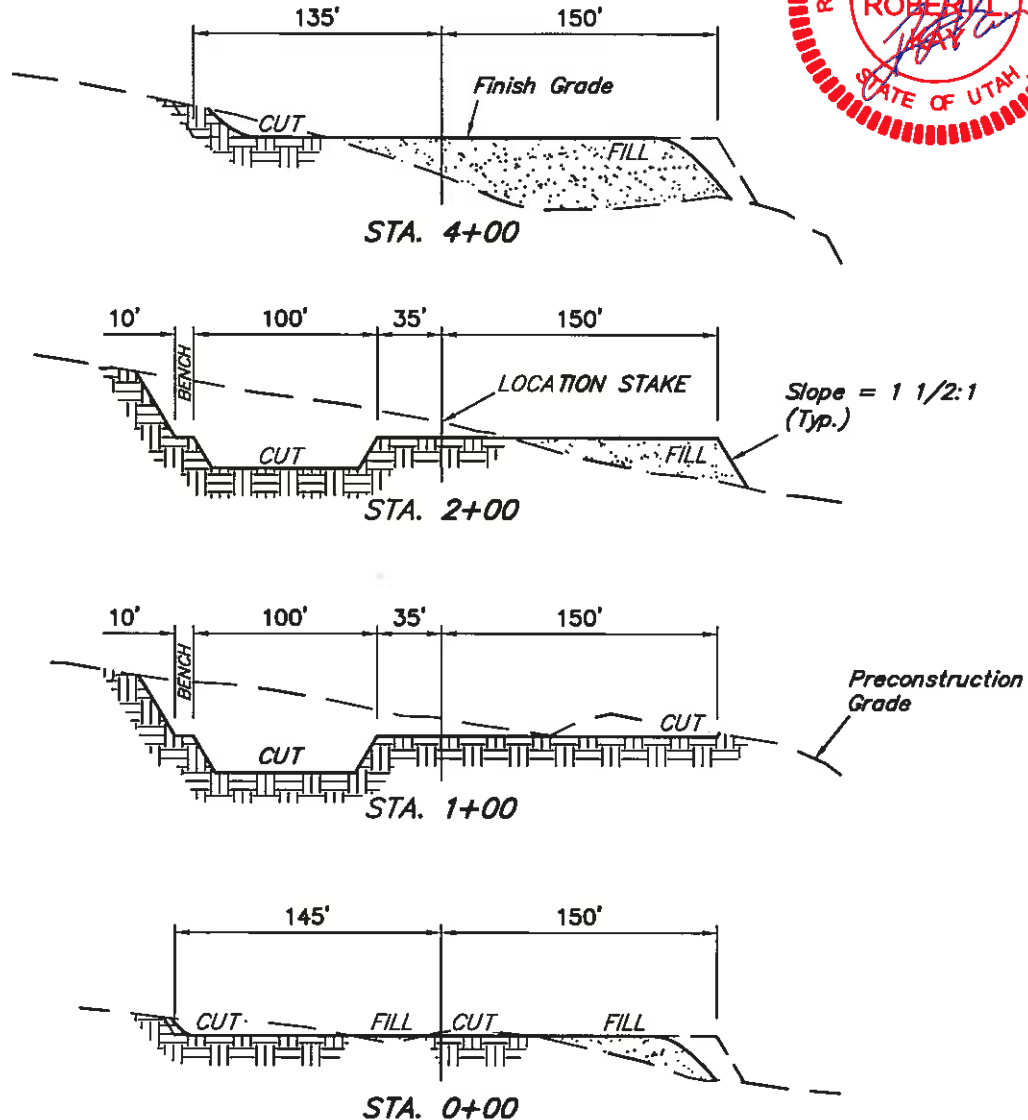
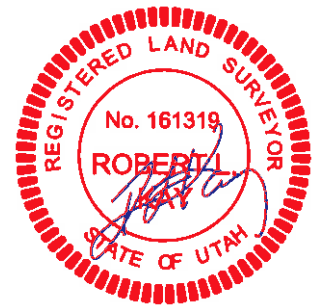
Elev. Ungraded Ground At Loc. Stake = 6299.3'
FINISHED GRADE ELEV. AT LOC. STAKE = 6295.9'

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BILL BARRETT CORPORATION
TYPICAL CROSS SECTION FOR
#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
415' FSL 538' FEL

FIGURE #2

1" = 40'
X-Section
Scale
1" = 100'
DATE: 08-10-10
DRAWN BY: C.C.
REVISED: 08-23-10



NOTE:

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.461 ACRES
ACCESS ROAD DISTURBANCE = ± 2.191 ACRES
PIPELINE DISTURBANCE = ± 2.220 ACRES
TOTAL = ± 7.872 ACRES

* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping = 5,110 Cu. Yds.
Remaining Location = 16,550 Cu. Yds.
TOTAL CUT = 21,660 CU.YDS.
FILL = 14,090 CU.YDS.

EXCESS MATERIAL = 7,570 Cu. Yds.
Topsoil & Pit Backfill = 7,570 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
415' FSL 538' FEL

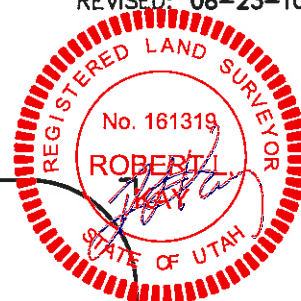
FIGURE #3

SCALE: 1" = 60'

DATE: 08-10-10

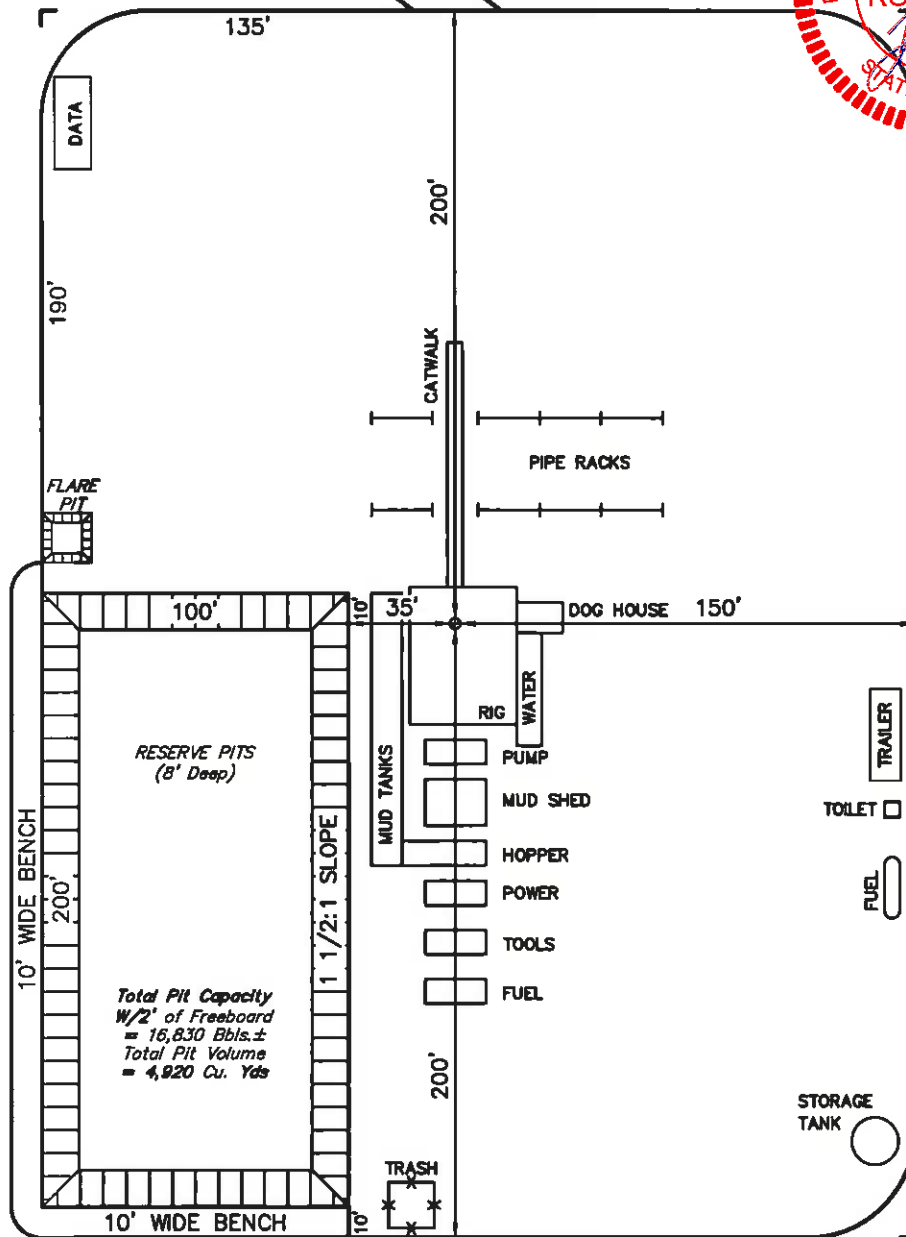
DRAWN BY: C.C.

REVISED: 08-23-10



Proposed
Access Road

NOTE:
Flare Pit is to
be located a min.
of 100' from the
Well Head.



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BILL BARRETT CORPORATION
#16-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 4.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHEASTERLY; TURN LEFT AND PROCEED IN A SOUTHEASTELY DIRECTION APPROXIMATELY 1.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #7-17-46 BTR TO THE SOUTHEAST; FOLLOW ROAD FLAGS IN A SOUTHEASTERLY, THEN EASTERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 0.9 MILES TO THE PROPOSED ACCESS TO THE NORTHEAST; FOLLOW ROAD FLAGS IN A NORTHEASTERLY DIRECTION APPROXIMATELY 3,182' TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 7.9 MILES.

BILL BARRETT CORPORATION

#16-8D-45 BTR

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 8, T4S, R5W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY



**U
ELS**

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

- Since 1964 -

LOCATION PHOTOS

07 | 22 | 10
MONTH | DAY | YEAR

PHOTO

TAKEN BY: T.A. | DRAWN BY: Z.L. | REVISED: 08-23-10

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 8-T4S-R5W

#16-8D-45 BTR

Plan #1

Plan: Plan #1 Proposal

Sperry Drilling Services

Proposal Report

13 September, 2010

Well Coordinates: 660,256.85 N, 2,289,098.50 E (40° 08' 29.39" N, 110° 27' 57.18" W)

Ground Level: 6,296.00 ft

Local Coordinate Origin:

Centered on Well #16-8D-45 BTR

Viewing Datum:

KB @ 6311.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

HALLIBURTON



Plan Report for #16-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.00	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.00	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.00	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.00	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.00	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,696.00	0.00	0.00	2,696.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
2,700.00	0.00	0.00	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.00	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,900.00	0.00	0.00	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,000.00	0.00	0.00	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP - Begin 1.5°/100' Build at 3000.00ft - 9 5/8" Csg										
3,100.00	1.50	333.36	3,099.99	1.17	-0.59	1.31	1.50	1.50	0.00	333.36
3,200.00	3.00	333.36	3,199.91	4.68	-2.35	5.23	1.50	1.50	0.00	0.00
3,300.00	4.50	333.36	3,299.69	10.52	-5.28	11.77	1.50	1.50	0.00	0.00
3,332.11	4.98	333.36	3,331.69	12.90	-6.47	14.43	1.50	1.50	0.00	0.00
End of Build at 3332.11ft										
3,400.00	4.98	333.36	3,399.33	18.17	-9.11	20.32	0.00	0.00	0.00	0.00
3,500.00	4.98	333.36	3,498.95	25.93	-13.01	29.01	0.00	0.00	0.00	0.00
3,600.00	4.98	333.36	3,598.57	33.69	-16.90	37.69	0.00	0.00	0.00	0.00
3,700.00	4.98	333.36	3,698.19	41.45	-20.80	46.38	0.00	0.00	0.00	0.00
3,800.00	4.98	333.36	3,797.81	49.21	-24.69	55.06	0.00	0.00	0.00	0.00
3,900.00	4.98	333.36	3,897.44	56.97	-28.58	63.74	0.00	0.00	0.00	0.00
4,000.00	4.98	333.36	3,997.06	64.74	-32.48	72.43	0.00	0.00	0.00	0.00
4,100.00	4.98	333.36	4,096.68	72.50	-36.37	81.11	0.00	0.00	0.00	0.00
4,200.00	4.98	333.36	4,196.30	80.26	-40.27	89.79	0.00	0.00	0.00	0.00
4,300.00	4.98	333.36	4,295.93	88.02	-44.16	98.48	0.00	0.00	0.00	0.00
4,400.00	4.98	333.36	4,395.55	95.78	-48.05	107.16	0.00	0.00	0.00	0.00
4,500.00	4.98	333.36	4,495.17	103.55	-51.95	115.85	0.00	0.00	0.00	0.00
4,600.00	4.98	333.36	4,594.79	111.31	-55.84	124.53	0.00	0.00	0.00	0.00
4,700.00	4.98	333.36	4,694.41	119.07	-59.74	133.21	0.00	0.00	0.00	0.00
Hold Angle at 4.98°										
4,716.65	4.98	333.36	4,711.00	120.36	-60.38	134.66	0.00	0.00	0.00	0.00
TGR3										
4,800.00	4.98	333.36	4,794.04	126.83	-63.63	141.90	0.00	0.00	0.00	0.00
4,900.00	4.98	333.36	4,893.66	134.59	-67.52	150.58	0.00	0.00	0.00	0.00

Plan Report for #16-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
5,000.00	4.98	333.36	4,993.28	142.35	-71.42	159.26	0.00	0.00	0.00	0.00
5,100.00	4.98	333.36	5,092.90	150.12	-75.31	167.95	0.00	0.00	0.00	0.00
5,200.00	4.98	333.36	5,192.53	157.88	-79.21	176.63	0.00	0.00	0.00	0.00
5,300.00	4.98	333.36	5,292.15	165.64	-83.10	185.32	0.00	0.00	0.00	0.00
5,400.00	4.98	333.36	5,391.77	173.40	-86.99	194.00	0.00	0.00	0.00	0.00
5,500.00	4.98	333.36	5,491.39	181.16	-90.89	202.68	0.00	0.00	0.00	0.00
5,594.97	4.98	333.36	5,586.00	188.53	-94.58	210.93	0.00	0.00	0.00	0.00
Douglas Creek										
5,600.00	4.98	333.36	5,591.01	188.92	-94.78	211.37	0.00	0.00	0.00	0.00
5,700.00	4.98	333.36	5,690.64	196.69	-98.67	220.05	0.00	0.00	0.00	0.00
5,800.00	4.98	333.36	5,790.26	204.45	-102.57	228.73	0.00	0.00	0.00	0.00
5,900.00	4.98	333.36	5,889.88	212.21	-106.46	237.42	0.00	0.00	0.00	0.00
6,000.00	4.98	333.36	5,989.50	219.97	-110.36	246.10	0.00	0.00	0.00	0.00
6,026.60	4.98	333.36	6,016.00	222.04	-111.39	248.41	0.00	0.00	0.00	0.00
3Point Marker										
6,100.00	4.98	333.36	6,089.13	227.73	-114.25	254.78	0.00	0.00	0.00	0.00
6,130.29	4.98	333.36	6,119.30	230.08	-115.43	257.42	0.00	0.00	0.00	0.00
Begin 1.5°/100ft Drop to Vertical at 6130.29ft										
6,200.00	3.94	333.36	6,188.80	234.93	-117.86	262.83	1.50	-1.50	0.00	180.00
6,300.00	2.44	333.36	6,288.64	239.90	-120.35	268.39	1.50	-1.50	0.00	180.00
6,400.00	0.94	333.36	6,388.60	242.53	-121.67	271.33	1.50	-1.50	0.00	180.00
6,462.41	0.00	0.00	6,451.00	242.98	-121.90	271.84	1.50	-1.50	0.00	180.00
End of Drop at 6462.41ft - Black Shale										
6,500.00	0.00	0.00	6,488.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
6,600.00	0.00	0.00	6,588.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
6,672.41	0.00	0.00	6,661.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
Castle Peak										
6,700.00	0.00	0.00	6,688.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
6,800.00	0.00	0.00	6,788.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
6,900.00	0.00	0.00	6,888.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
6,972.41	0.00	0.00	6,961.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
Uteland Butte										
6,997.41	0.00	0.00	6,986.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR1										
7,000.00	0.00	0.00	6,988.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,100.00	0.00	0.00	7,088.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,200.00	0.00	0.00	7,188.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,222.41	0.00	0.00	7,211.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
Wasatch										
7,300.00	0.00	0.00	7,288.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,342.41	0.00	0.00	7,331.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR2										
7,400.00	0.00	0.00	7,388.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,500.00	0.00	0.00	7,488.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,582.41	0.00	0.00	7,571.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR3										
7,600.00	0.00	0.00	7,588.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,700.00	0.00	0.00	7,688.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,800.00	0.00	0.00	7,788.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,900.00	0.00	0.00	7,888.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
7,902.41	0.00	0.00	7,891.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR4										
8,000.00	0.00	0.00	7,988.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,100.00	0.00	0.00	8,088.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,197.41	0.00	0.00	8,186.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR4A										
8,200.00	0.00	0.00	8,188.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,300.00	0.00	0.00	8,288.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00



Plan Report for #16-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
8,332.41	0.00	0.00	8,321.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR5										
8,400.00	0.00	0.00	8,388.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,497.41	0.00	0.00	8,486.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR6										
8,500.00	0.00	0.00	8,488.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,600.00	0.00	0.00	8,588.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,700.00	0.00	0.00	8,688.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,800.00	0.00	0.00	8,788.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
8,802.41	0.00	0.00	8,791.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
CR7										
8,900.00	0.00	0.00	8,888.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
9,000.00	0.00	0.00	8,988.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
9,100.00	0.00	0.00	9,088.59	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
9,102.41	0.00	0.00	9,091.00	242.98	-121.90	271.84	0.00	0.00	0.00	0.00
Total Depth at 9102.41ft										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
3,000.00	3,000.00	0.00	0.00	KOP - Begin 1.5°/100' Build at 3000.00ft
3,332.11	3,331.69	12.90	-6.47	End of Build at 3332.11ft
4,700.00	4,694.41	119.07	-59.74	Hold Angle at 4.98°
6,130.29	6,119.30	230.08	-115.43	Begin 1.5°/100ft Drop to Vertical at 6130.29ft
6,462.41	6,451.00	242.98	-121.90	End of Drop at 6462.41ft
9,102.41	9,091.00	242.98	-121.90	Total Depth at 9102.41ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	16-8D-45 BTR_BHL Tgt	333.36	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	9,102.41	Plan #1 Proposal	MWD

Casing Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (")	Hole Diameter (")
3,000.00	3,000.00	9 5/8" Csg	9-5/8	12-1/4

Plan Report for #16-8D-45 BTR - Plan #1 Proposal**Formation Details**

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,696.00	2,696.00	Green River		0.00	
4,716.65	4,711.00	TGR3		0.00	
5,594.97	5,586.00	Douglas Creek		0.00	
6,026.60	6,016.00	3Point Marker		0.00	
6,462.41	6,451.00	Black Shale		0.00	
6,672.41	6,661.00	Castle Peak		0.00	
6,972.41	6,961.00	Uteland Butte		0.00	
6,997.41	6,986.00	CR1		0.00	
7,222.41	7,211.00	Wasatch		0.00	
7,342.41	7,331.00	CR2		0.00	
7,582.41	7,571.00	CR3		0.00	
7,902.41	7,891.00	CR4		0.00	
8,197.41	8,186.00	CR4A		0.00	
8,332.41	8,321.00	CR5		0.00	
8,497.41	8,486.00	CR6		0.00	
8,802.41	8,791.00	CR7		0.00	

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
16-8D-45 BTR_BHL Tgt	9,091.00	242.98	-121.90	Point
16-8D-45 BTR_Zone Tgt	6,451.00	242.98	-121.90	Circle

North Reference Sheet for Sec. 8-T4S-R5W - #16-8D-45 BTR - Plan #1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to KB @ 6311.00ft (Patterson 506). Northing and Easting are relative to #16-8D-45 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is -111.50°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991310

Grid Coordinates of Well: 660,256.85 ft N, 2,289,098.50 ft E

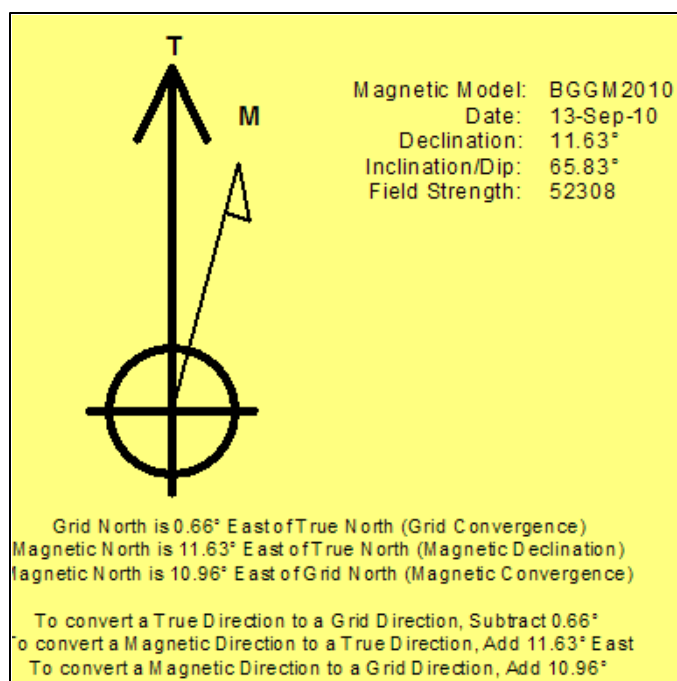
Geographical Coordinates of Well: 40° 08' 29.39" N, 110° 27' 57.18" W

Grid Convergence at Surface is: 0.66°

Based upon Minimum Curvature type calculations, at a Measured Depth of 9,102.41ft

the Bottom Hole Displacement is 271.84ft in the Direction of 333.36° (True).

Magnetic Convergence at surface is: -10.96° (13 September 2010, , BGGM2010)

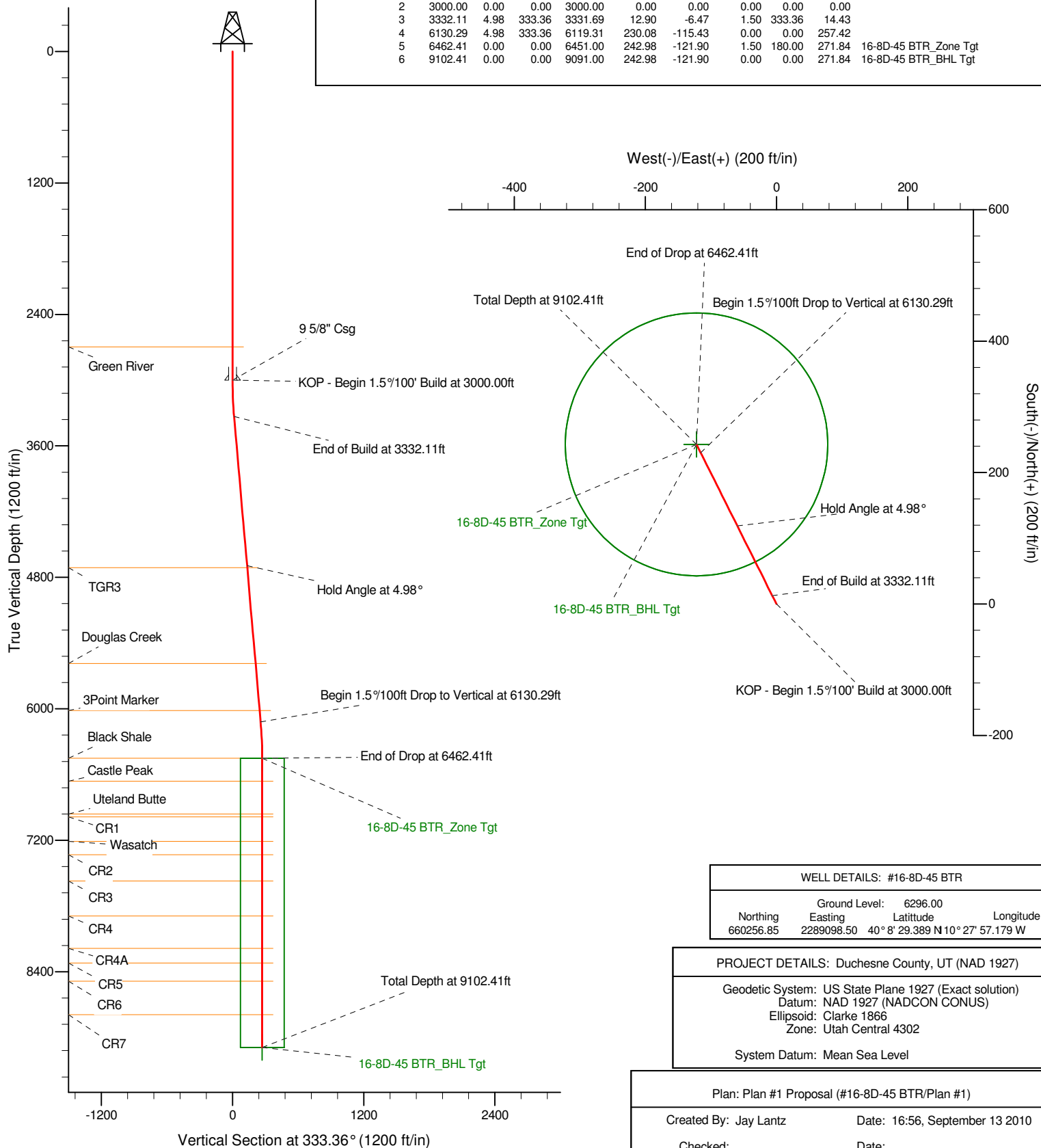


Project: Duchesne County, UT (NAD 1927)
Site: Sec. 8-T4S-R5W
Well: #16-8D-45 BTR
Wellbore: Plan #1
Plan: Plan #1 Proposal

Bill Barrett Corp

HALLIBURTON
Sperry Drilling

SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	3000.00	0.00	0.00	3000.00	0.00	0.00	0.00	0.00	0.00	
3	3332.11	4.98	333.36	3331.69	12.90	-6.47	1.50	333.36	14.43	
4	6130.29	4.98	333.36	6119.31	230.08	-115.43	0.00	0.00	257.42	
5	6462.41	0.00	0.00	6451.00	242.98	-121.90	1.50	180.00	271.84	16-8D-45 BTR_Zone Tgt
6	9102.41	0.00	0.00	9091.00	242.98	-121.90	0.00	0.00	271.84	16-8D-45 BTR_BHL Tgt



WELL DETAILS: #16-8D-45 BTR			
Northing	Ground Level:	6296.00	Longitude
660256.85	Easting	2289098.50	40° 8' 29.389 N 10° 27' 57.179 W

PROJECT DETAILS: Duchesne County, UT (NAD 1927)

Geodetic System: US State Plane 1927 (Exact solution)
Datum: NAD 1927 (NADCON CONUS)
Ellipsoid: Clarke 1866
Zone: Utah Central 4302

System Datum: Mean Sea Level

Plan: Plan #1 Proposal (#16-8D-45 BTR/Plan #1)

Created By: Jay Lantz Date: 16:56, September 13 2010
Checked: _____ Date: _____
Reviewed: _____ Date: _____
Approved: _____ Date: _____

SURFACE USE PLAN

BILL BARRETT CORPORATION

16-8D-45 BTR Well Pad

SHL: SESE, 415' FSL & 538' FEL, Section 8, T4S, R5W, USB&M

BHL: SESE, 660' FSL & 660' FEL, Section 8, T4S, R5W, USB&M

Duchesne County, Utah

The Ute Tribal onsite for this location was conducted on September 24, 2010.

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. **Existing Roads:**

- a. The proposed well site is located approximately 7.9 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. From the existing access road to the existing 7-8-45 BTR pad, the 7-17-45 BTR pad access road, which is currently proposed and approved under tribal ROW H62-2009-049), would be constructed and utilized for access to the proposed 16-8D-45 BTR access road.
- c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
- e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed.
- f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

- a. Approximately 3,182 feet of new access road is proposed entering the west side of the pad area (see Topographic Map B).
- b. A tribal right of way (ROW) is applied for and pending approval for the well site and access road (total access road ROW acreage = 2.191 ac). The road would be constructed to a 30-foot ROW width with an 18-foot travel surface.
- c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.
- i. No culverts or low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.

- j. No gates or cattle guards are anticipated at this time.
 - k. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.
 - l. All access roads and surface disturbing activities would conform to the appropriate standard, **no higher than necessary**, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
 - m. The operator would be responsible for all maintenance needs of the new access road.
3. Location of Existing Wells (see One-Mile Radius Map):
- a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:
 - i. water wells none
 - ii. injection wells none
 - iii. disposal wells none
 - iv. drilling wells none
 - v. temp shut-in wells one
 - vi. producing wells one
 - vii. abandoned wells one
4. Location of Production Facilities
- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 gal glycol tank, (2) 500 bbl oil tanks, (1) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, a pumping unit with natural gas fired motor, solar panels, solar chemical and methanol pumps and one trace pump.
 - b. Most wells would be fitted with a pump jack to assist liquid production if liquid volumes and/or low formation pressures require it. Plunger lift systems do not require any outside source of energy. The prime mover for pump jacks would be small (75 horsepower or less), natural gas-fired internal combustion engines.
 - c. The tank battery would be surrounded by a secondary containment berm of sufficient capacity to contain 1.1 times the entire capacity of the largest single tank and sufficient freeboard to contain precipitation. All loading lines and valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.

- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 3,223 feet of pipeline corridor (see Topographic Map D) containing up to three lines (one gas pipeline up to 8 inch in diameter, one water line up to 4 inch in diameter and one residue line up to 4 inch in diameter) is proposed. Pipelines would be constructed of steel, polyethylene or fiberglass. The pipeline corridor would connect to the proposed 7-17-45 BTR pipeline corridor approved under tribal ROW H62-2009-050.
- g. The new segment of gas pipeline would be surface laid line within a 30 foot wide pipeline ROW (2.220 acres). The pipeline ROW has been applied for and is pending approval at this time.
- h. Construction of the ROW would temporarily utilize the 30 foot disturbed width for the road for a total disturbed width of 60 foot for the road and pipeline corridors. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Juniper Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

- a. Water for the drilling and completion would be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W, USB&M.
- b. No new water well is proposed with this application.
- c. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights. Additionally, the Ute Tribe would be notified of any changes in water supply.
- d. Water use would vary in accordance with the formations to be drilled but would be up to approximately 3.64 acre feet for drilling and completion operations.

6. Source of Construction Material:

- a. The use of materials would conform to 43 CFR 3610.2-3.
- b. No construction materials would be removed from the lease or EDA area.
- c. If any additional gravel is required, it would be obtained from a local supplier having a permitted source of materials within the general area.

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
- b. The reserve pit would be constructed so as not to leak, break or allow any discharge.
- c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.
- d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting.
- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any

oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:

1. RNI Industries, Inc. – Pleasant Valley Disposal Pits
Sec. 25, 26, 35 & 36, T4S-R3W
 2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971)
NENE, Sec. 13, T3S-R5W
 3. RN Industries, Inc. – Bluebell Disposal Ponds
Sec. 2, 4 & 9, T2S-R2W
 4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.
- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.

- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
- l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
- m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

- a. Garbage containers and portable toilets would be located on the well pad.
- b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
- c. A powerline corridor, approximately 150 feet wide (75 feet from center line of the road) is also being proposed for which tribal ROW is pending at this time. The proposed pipeline would tie-in to the proposed powerline for the 16-7-45 BTR and would be approximately 27.3 acres (which includes disturbances associated with the access and pipeline).

9. Well Site Layout:

- a. The well would be properly identified in accordance with 43 CFR 3162.6.
- b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
- c. The pad and road designs are consistent with Ute Tribe specifications.

- d. The pad has been staked at its maximum size of 400 feet x 285 feet with an inboard reserve pit size of 100 feet x 200 feet X 8 feet deep (total of 3.461 acres).
- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
- i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.
- j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

- a. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.
- b. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal. A list of noxious weeds may be obtained from the Ute Tribe, BLM or the appropriate county extension office. On Ute Tribe administered land it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.
- c. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43

CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.

- d. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.
- e. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

- a. Surface & Mineral ownership – Ute Indian Tribe - 988 South 7500 East (Annex Building); Ft. Duchesne, Utah 84026; 435-725-4950. Tribal ROWs are pending.

12. Other Information:

- a. Montgomery Archaeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 10-122, dated July 31, 2010 and as MOAC Report NO. 10-163, dated October 18, 2010.
- b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
- c. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area;
 - No littering within the Project Area;
 - Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders;

Bill Barrett Corporation
Surface Use Plan
16-8D-45BTR
Duchesne County, UT

- Campfires or uncontained fires of any kind would be prohibited.
- Portable generators used in the Project Area would have spark arrestors

OPERATOR CERTIFICATION

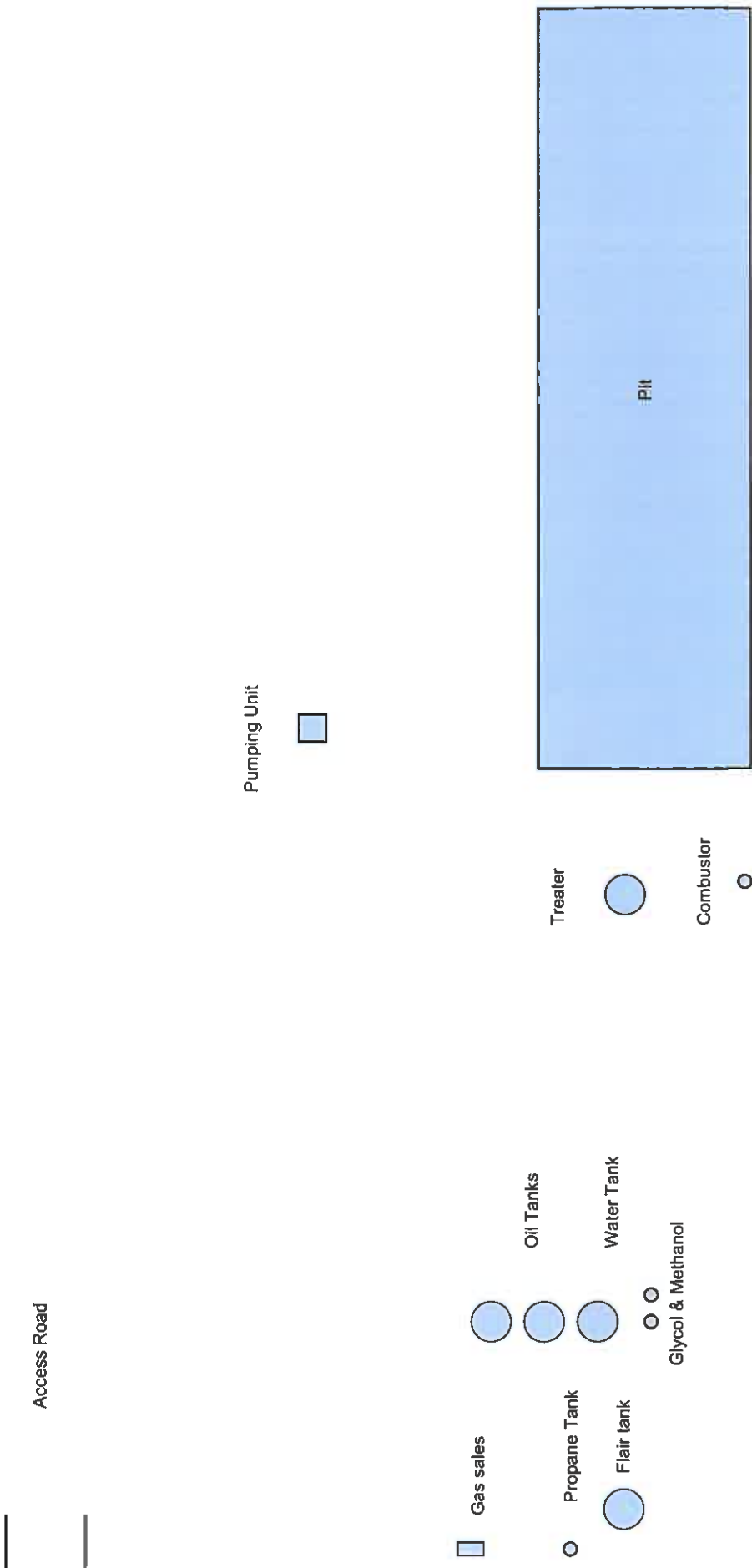
Certification:

I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein would be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application and that bond coverage is provided under Bill Barrett Corporations federal nationwide bond. These statements are subject to the provisions of 18 U.S.C. 1001 for the filings of false statements.

Executed this	<u>5</u> day of <u>November</u> 2010
Name:	Elaine Winick
Position Title:	Senior Permit Analyst
Address:	1099 18 th Street, Suite 2300, Denver, CO 80202
Telephone:	303-312-8168
E-mail:	ewinick@billbarrettcorp.com
Field Representative	Kary Eldredge / Bill Barrett Corporation
Address:	1820 W. Highway 40, Roosevelt, UT 84066
Telephone:	435-725-3515 (office); 435-724-6789 (mobile)
E-mail:	keldredge@billbarrettcorp.com

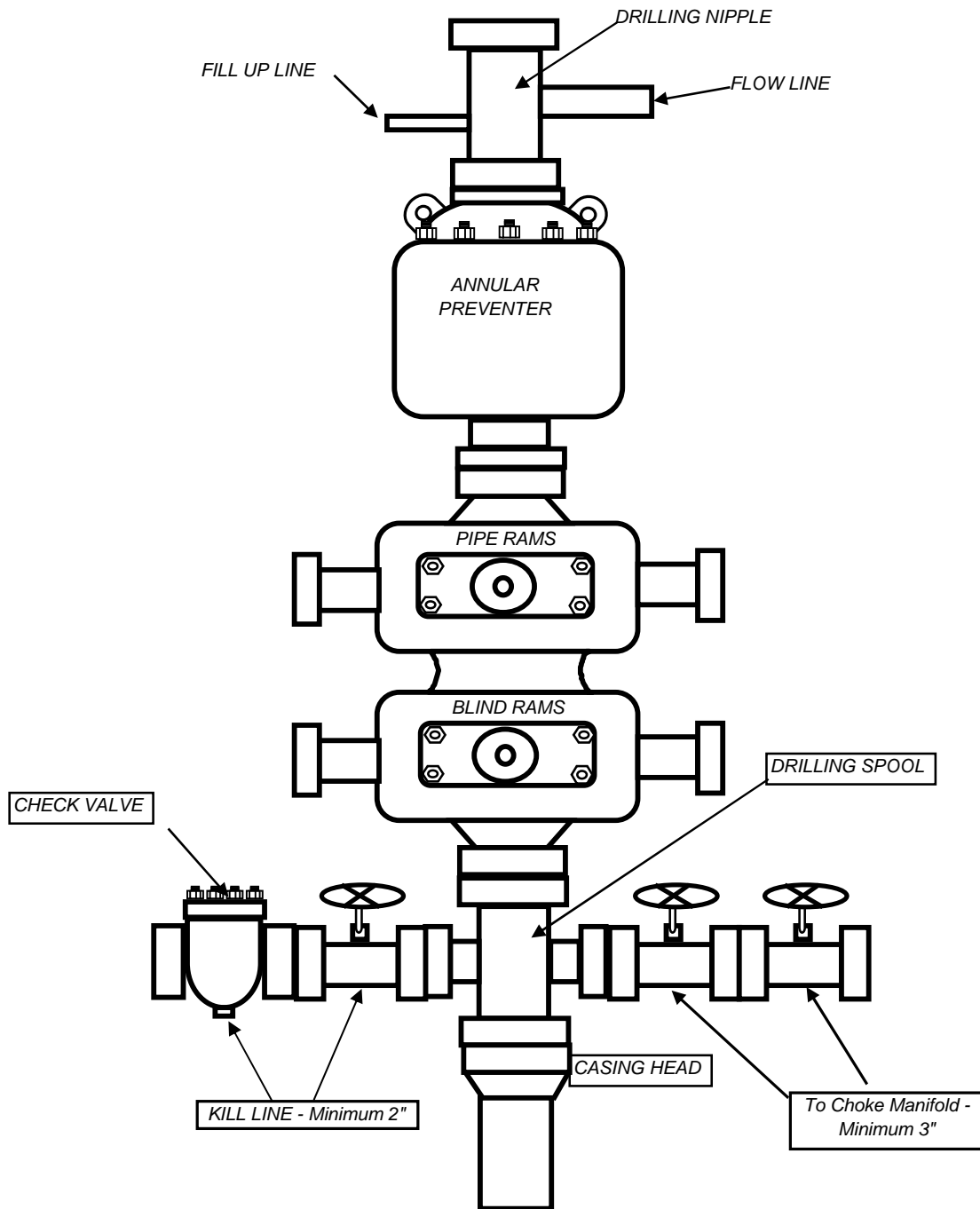

Elaine Winick, Senior Permit Analyst

16-8D-45 BTR Facility Diagram



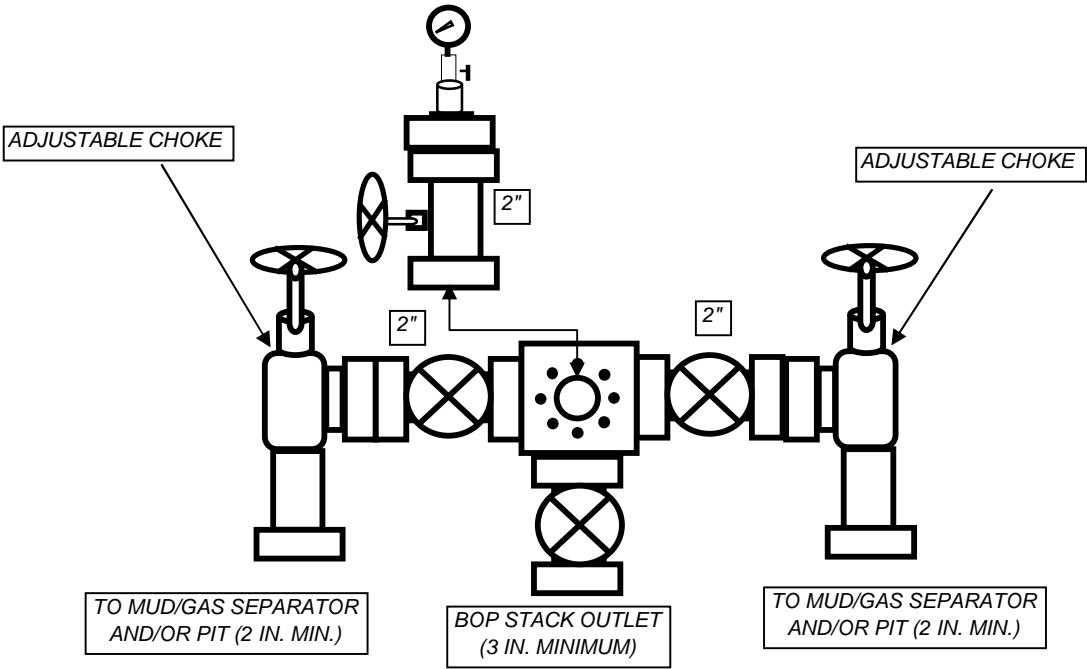
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD





November 3, 2010

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #16-8D-45 BTR Well
Surface: 415' FSL & 538' FEL, SESE, 8-T4S-R5W, USM
Bottom Hole: 660' FSL & 660' FEL, SESE, 8-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

David Watts
David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

'APIWellNo:43013504660000'

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/5/2010

WELL NAME: 16-8D-45 BTR

OPERATOR: BILL BARRETT CORP (N2165)

CONTACT: Elaine Winick

API NO. ASSIGNED: 43013504660000

PHONE NUMBER: 303 293-9100

PROPOSED LOCATION: SESE 08 040S 050W

Permit Tech Review: ☒

SURFACE: 0415 FSL 0538 FEL

Engineering Review: ☐

BOTTOM: 0660 FSL 0660 FEL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.14148

LONGITUDE: -110.46589

UTM SURF EASTINGS: 545498.00

NORTHINGS: 4443386.00

FIELD NAME: ALTAMONT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-6265

SURFACE OWNER: 2 - Indian

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ **PLAT**

☒ **Bond:** INDIAN - LPM 8874725

☐ **Potash**

☐ **Oil Shale 190-5**

☐ **Oil Shale 190-3**

☐ **Oil Shale 190-13**

☒ **Water Permit:** Duchesne City Culinary Water Dock

☐ **RDCC Review:**

☐ **Fee Surface Agreement**

☐ **Intent to Commingle**

Commingle Approved

LOCATION AND SITING:

☐ **R649-2-3.**

Unit:

☐ **R649-3-2. General**

☐ **R649-3-3. Exception**

☒ **Drilling Unit**

Board Cause No: Cause 139-85

Effective Date: 3/11/2010

Siting: 4 Prod LGRRV-WSTC Wells in Drilling Units

☒ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 16-8D-45 BTR
API Well Number: 43013504660000
Lease Number: 14-20-H62-6265
Surface Owner: INDIAN
Approval Date: 11/16/2010

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-85. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>

Reporting Requirements:

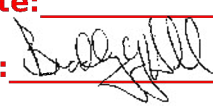
All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 16-8D-45 BTR			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013504660000			
9. FIELD and POOL or WILDCAT: ALTAMONT		COUNTY: DUCHESNE			
STATE: UTAH					
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/1/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC hereby requests a one year extension of the subject well location. This well is planned to be drilled in 2012.					
<p style="color: red; font-weight: bold; margin: 0;">Approved by the Utah Division of Oil, Gas and Mining</p> <p style="color: red; font-weight: bold; margin: 0;">Date: <u>12/08/2011</u></p> <p style="color: red; font-weight: bold; margin: 0;">By: <u></u></p>					
NAME (PLEASE PRINT) Venessa Langmacher		PHONE NUMBER 303 312-8172			
SIGNATURE N/A		TITLE Senior Permit Analyst			
DATE 12/6/2011					



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504660000

API: 43013504660000

Well Name: 16-8D-45 BTR

Location: 0415 FSL 0538 FEL QTR SESE SEC 08 TWP 040S RNG 050W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/16/2010

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Venessa Langmacher

Date: 12/6/2011

Title: Senior Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED Dec. 06, 2011

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
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STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/1/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
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 BBC hereby requests a one year extension of the subject well location. This well is planned to be drilled in 2012.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 12/08/2011

By:

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 12/6/2011	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504660000

API: 43013504660000

Well Name: 16-8D-45 BTR

Location: 0415 FSL 0538 FEL QTR SESE SEC 08 TWP 040S RNG 050W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 11/16/2010

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Signature: Venessa Langmacher

Date: 12/6/2011

Title: Senior Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED Dec. 06, 2011

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NAME (PLEASE PRINT) Venessa Langmacher		PHONE NUMBER 303 312-8172
SIGNATURE N/A		TITLE Senior Permit Analyst
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The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504660000

API: 43013504660000

Well Name: 16-8D-45 BTR

Location: 0415 FSL 0538 FEL QTR SESE SEC 08 TWP 040S RNG 050W MER U

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Date Original Permit Issued: 11/16/2010

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Signature: Venessa Langmacher

Date: 12/6/2011

Title: Senior Permit Analyst **Representing:** BILL BARRETT CORP

RECEIVED Dec. 06, 2011

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

NOV 10 2010

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 1420H626265
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator BILL BARRETT CORPORATION Contact: ELAINE WINICK E-Mail: ewinick@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8168 Fx: 303-291-0420	8. Lease Name and Well No. 16-8D-45 BTR
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SESE 415FSL 538FEL At proposed prod. zone SESE 660FSL 660FEL		9. API Well No. 43-013-50466
14. Distance in miles and direction from nearest town or post office* 7.9 MILES SW OF DUCHESNE, UT		10. Field and Pool, or Exploratory INDIAN RIDGE WASATCH
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 660	16. No. of Acres in Lease 640.00	11. Sec., T., R., M., or Blk. and Survey or Area Sec 8 T4S R5W Mer UBM
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2659	19. Proposed Depth 9300 MD 9300 TVD	12. County or Parish DUCHESNE
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6299 GL	22. Approximate date work will start 08/01/2011	13. State UT
20. BLM/BIA Bond No. on file LPM8874725		17. Spacing Unit dedicated to this well
23. Estimated duration 60 DAYS (D&C)		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) ELAINE WINICK Ph: 303-312-8168	Date 11/10/2010
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date APR 13 2012
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Additional Operator Remarks (see next page)

NOS 8/26/10

Electronic Submission #97154 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 11/10/2010

AFMSS# 11RRH0437AE

NOTICE OF APPROVAL

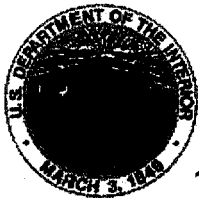
CONDITIONS OF APPROVAL ATTACHED

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

11RRH0437AE

NOS 8/26/2010

RECEIVED
MAY 02 2012DIV OF
UDOGM GAS, & MINING

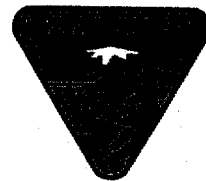


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 16-8D-45 BTR
API No: 43-013-50466

Location: SESE, Sec.8,T4S R5W
Lease No: 14-20-H62-6265
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

Site Specific COA's:

- Production Equipment will be painted Beetle Green to help blend into the surrounding vegetation.
- See Exhibit One of the approved EA U&O-FY12-Q2-059 for additional mitigation measures that must be followed for each of the proposed well locations.

General Conditions of Approval:

- A 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipelines.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- Bill Barrett Corporation will implement a "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COA's, and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- A CBL/GR shall be run from PBTD to the TOC on the production casing or the intermediate casing if used.
- Cement for the production or intermediate casing shall be brought 200 feet above the surface casing shoe.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth

(from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to BLM_UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and

Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent

Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 16-8D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013504660000
5. FIELD and POOL or WILDCAT: ALTAMONT		6. COUNTY: DUCHESNE
7. STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/1/2013	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

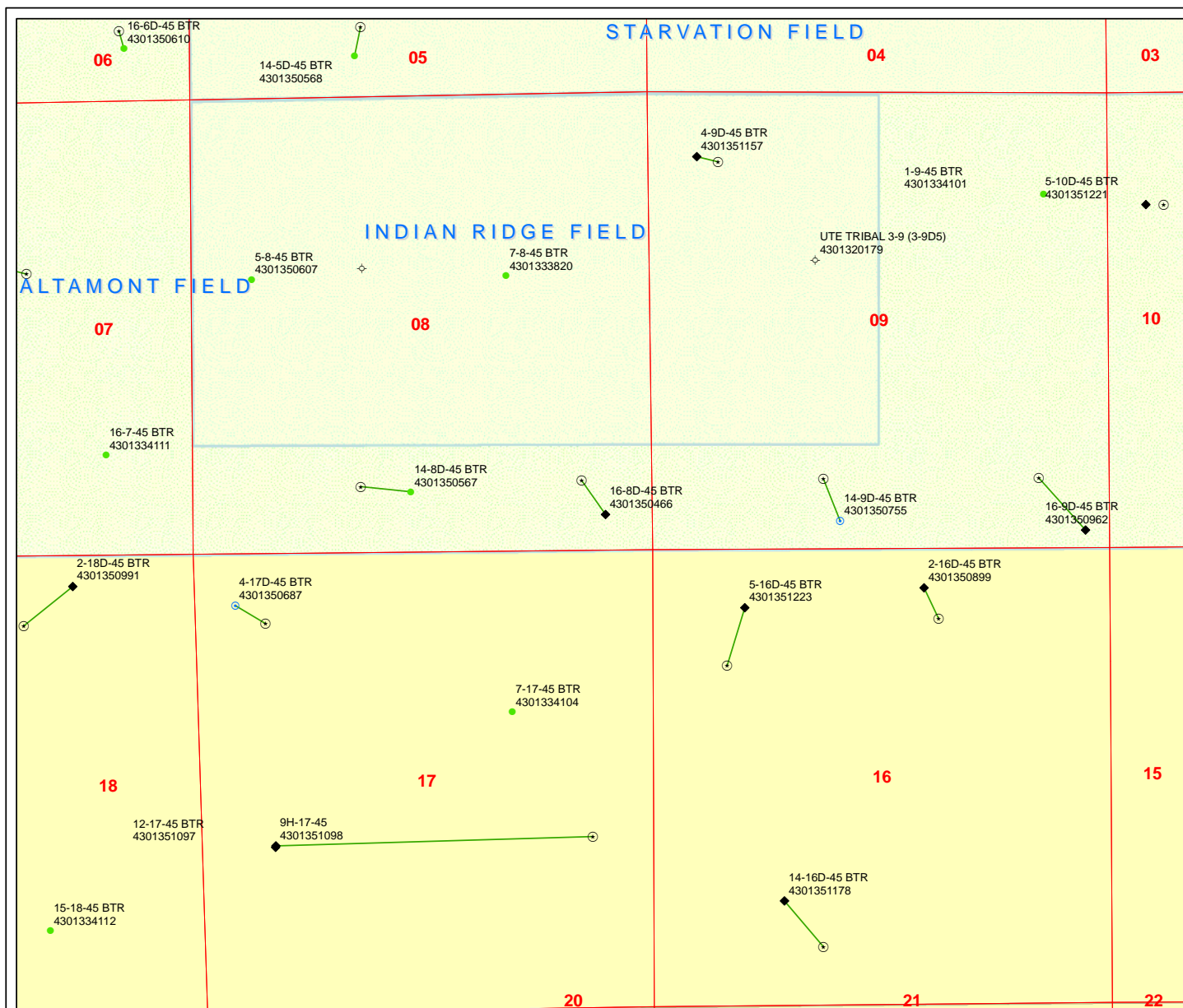
 BBC hereby requests to change the bottom hole location for the subject well. The approved bottom hole is 660' FSL and 660' FEL. We would like to change this to 810' FSL and 810' FEL (revised plat attached). We are also requesting to revise the casing program from 10-3/4" surface casing to 9-5/8". This decision is based on drilling experience in the last 18 months in the BTR 4S-5W area. We have not needed to run intermediate in the last 18 months anywhere in BTR. Please see revised drilling plan and directional plan attached.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: May 17, 2012

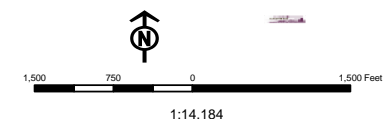
By:

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 5/1/2012	



API Number: 4301350466
Well Name: 16-8D-45 BTR
Township T0.4 . Range R0.5 . Section 08
Meridian: UBM
Operator: BILL BARRETT CORP
 Map Prepared:
 Map Produced by Diana Mason

Units	Wells Query
STATUS	Status
ACTIVE	APD - Approved Permit
EXPLORATORY	DRL - Spudded (Drilling Commenced)
GAS STORAGE	GW - Gas Injection
NF PP OIL	GS - Gas Storage
NF SECONDARY	LA - Location Abandoned
PI OIL	LOC - New Location
PP GAS	OPS - Operation Suspended
PP GEOTHERM	PA - Plugged Abandoned
PP OIL	PGW - Producing Gas Well
SECONDARY	POW - Producing Oil Well
TERMINATED	RET - Returned APD
Fields	SGW - Shut-in Gas Well
STATUS	SOW - Shut-in Oil Well
Unknown	TA - Temp. Abandoned
ABANDONED	TW - Test Well
ACTIVE	WDW - Water Disposal
COMBINED	WW - Water Injection Well
INACTIVE	WSW - Water Supply Well
STORAGE	
TERMINATED	



T4S, R5W, U.S.B.&M.

BILL BARRETT CORPORATION

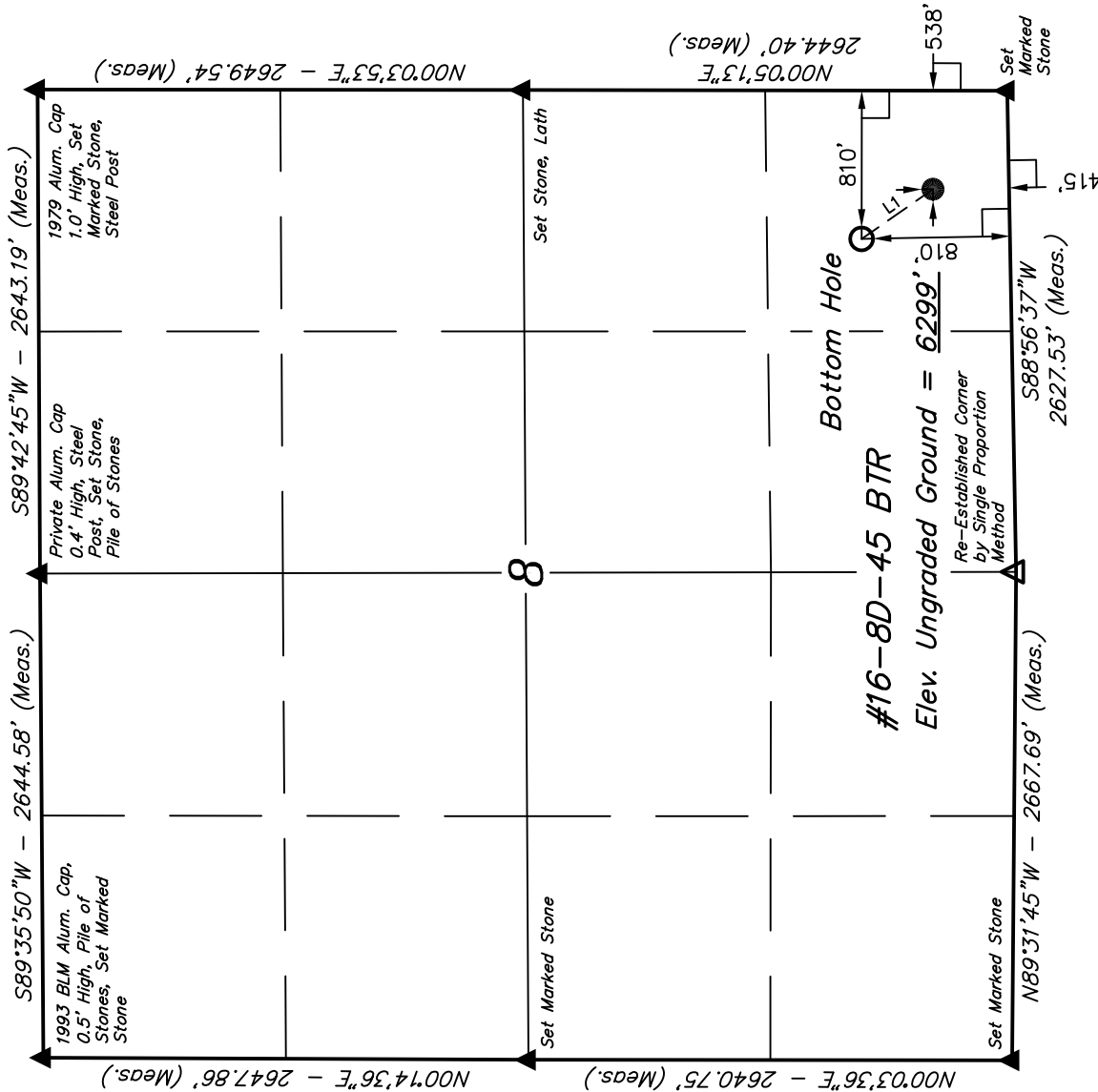
Well location, #16-8D-45 BTR, located as shown in the SE 1/4 SE 1/4 of Section 8, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED.
- (Not Set on Ground.)

LINE TABLE		
LINE	BEARING	LENGTH
L1	N34°49'37"W	475.13'

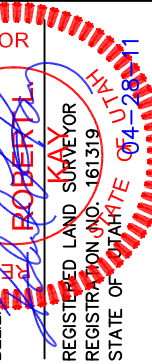
NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°08'33.09"	(40.142525)	LATITUDE = 40°08'29.24"	(40.141456)
LONGITUDE = 110°28'03.24"	(110.467567)	LONGITUDE = 110°27'59.74"	(110.466594)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°08'33.24"	(40.142567)	LATITUDE = 40°08'29.39"	(40.141497)
LONGITUDE = 110°28'00.68"	(110.468856)	LONGITUDE = 110°27'57.18"	(110.465883)



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE POINT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



REVISED: 04-27-11
REVISED: 08-23-10

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 07-12-10	DATE DRAWN: 08-10-10
PARTY T.A. J.D. C.C.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE	
		BILL BARRETT CORPORATION

BILL BARRETT CORPORATION
DRILLING PLAN
1/04/2011

16-8D-45 BTR Well Pad

SE SE, 415' FSL and 538' FEL, Section 8, T4S-R5W, USB&M (surface hole)

SE SE, 810' FSL and 810' FEL, Section 8, T4S-R5W, USB&M (bottom hole)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River*	4,751'	4,727'
Douglas Creek	5,638'	5,602'
Black Shale	6,504'	6,467'
Castle Peak	6,714'	6,677'
Uteland Butte	7,014'	6,977'
Wasatch*	7,264'	7,227'
TD	8,844'	8,807'

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

Base of Useable Water = 5,500'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,500'	No pressure control required
2,500' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	2,500'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

Bill Barrett Corporation
Drilling Program
#16-8D-45 BTR
Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 360 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 2,000'
5 1/2" Production Casing	Lead: 660 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 2,000' Tail: 770 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 6,004'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,500'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,500' – TD	8.6 – 9.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4691 psi* and maximum anticipated surface pressure equals approximately 2645 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
#16-8D-45 BTR
Duchesne County, Utah

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W water right number 43-180.

11. Drilling Schedule

Location Construction: May 2013
Spud: JMay 2013
Duration: 15 days drilling time
45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 16-8D-45 BTR

Surface Hole Data:

Total Depth:	2,500'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	1096.1	ft ³
Lead Fill:	2,000'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	360
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	2,000'	

# SK's Tail:	210
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Production Hole Data:

Total Depth:	8,844'
Top of Cement:	2,000'
Top of Tail:	6,004'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1517.1	ft ³
Lead Fill:	4,004'	
Tail Volume:	1076.2	ft ³
Tail Fill:	2,840'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	660
# SK's Tail:	770

16-8D-45 BTR Proposed Cementing Program
--

<u>Job Recommendation</u>	<u>Surface Casing</u>		
Lead Cement - (2000' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	2,000'	
	Volume:	195.22	bbl
	Proposed Sacks:	360	sks
Tail Cement - (TD - 2000')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	2,000'	
	Calculated Fill:	500'	
	Volume:	48.80	bbl
	Proposed Sacks:	210	sks

<u>Job Recommendation</u>	<u>Production Casing</u>		
Lead Cement - (6004' - 2000')			
Tuned Light TM System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft ³ /sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	2,000'	
	Calculated Fill:	4,004'	
	Volume:	270.18	bbl
	Proposed Sacks:	660	sks
Tail Cement - (8844' - 6004')			
Econocem TM System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	6,004'	
	Calculated Fill:	2,840'	
	Volume:	191.66	bbl
	Proposed Sacks:	770	sks

WELL DETAILS: 16-8D-45 BTR

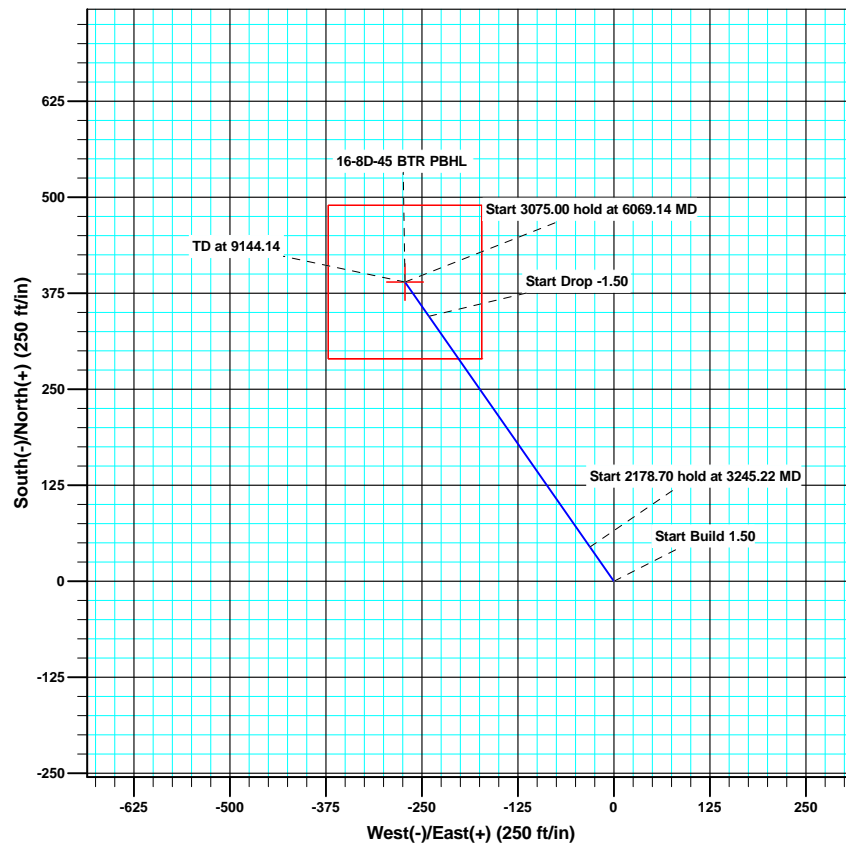
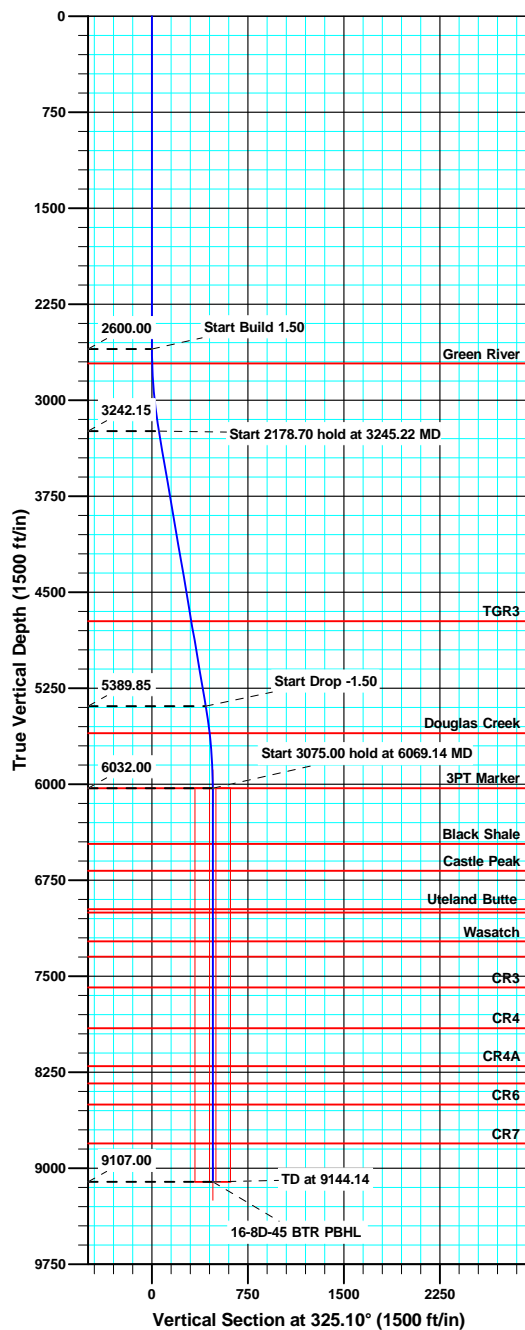
US State Plane 1927 (Exact solution) Utah Central 4302 NAD 1927 (NADCON CONUS)



Bill Barrett Corporation

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude
0.00	0.00	660256.93	2289098.40	40° 8' 29.39 N	110° 27' 57.18 W

Ground Level: 6296.00 Well #1 16' KB

Azimuths to True North
Magnetic North: 11.50°

Magnetic Field
Strength: 52270.0snT
Dip Angle: 65.80°
Date: 5/5/2011
Model: IGRF2010

SECTION DETAILS

MD	Inc	Azi	TVD	+N/-S	+E/-W	Dleg	TFace	VSect	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2600.00	0.00	0.00	2600.00	0.00	0.00	0.00	0.00	0.00	
3245.22	9.68	325.10	3242.15	44.59	-31.11	1.50	325.10	54.36	
5423.92	9.68	325.10	5389.85	344.97	-240.69	0.00	0.00	420.64	
6069.14	0.00	0.00	6032.00	389.55	-271.80	1.50	180.00	475.00	16-8D-45 BTR Target
9144.14	0.00	0.00	9107.00	389.55	-271.80	0.00	0.00	475.00	16-8D-45 BTR PBHL

Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6312.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6312.00ft
Site:	16-8D-45 BTR	North Reference:	True
Well:	Well #1 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 05may11 rbw		

Project	Duchesne County, UT [NAD27]		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	16-8D-45 BTR				
Site Position:		Northing:	660,256.94 usft	Latitude:	40° 8' 29.39 N
From:	Lat/Long	Easting:	2,289,098.40 usft	Longitude:	110° 27' 57.18 W
Position Uncertainty:	0.00 ft	Slot Radius:	1.10 ft	Grid Convergence:	0.66

Well	Well #1 16' KB					
Well Position	+N/-S	0.00 ft	Northing:	660,256.94 usft	Latitude:	40° 8' 29.39 N
	+E/-W	0.00 ft	Easting:	2,289,098.40 usft	Longitude:	110° 27' 57.18 W
Position Uncertainty		0.00 ft	Wellhead Elevation:		Ground Level:	6,296.00 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	5/5/2011	11.50	65.80	52,270

Design	plan1 05may11 rbw			
Audit Notes:				
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD)	+N/-S (ft)	+E/-W (ft)	Direction (°)
	0.00	0.00	0.00	325.10

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	
3,245.22	9.68	325.10	3,242.15	44.59	-31.11	1.50	1.50	0.00	325.10	
5,423.92	9.68	325.10	5,389.85	344.97	-240.69	0.00	0.00	0.00	0.00	
6,069.14	0.00	0.00	6,032.00	389.55	-271.80	1.50	-1.50	0.00	180.00	16-8D-45 BTR Target
9,144.14	0.00	0.00	9,107.00	389.55	-271.80	0.00	0.00	0.00	0.00	16-8D-45 BTR PBHL

Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6312.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6312.00ft
Site:	16-8D-45 BTR	North Reference:	True
Well:	Well #1 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 05may11 rbw		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.00	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.00	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.00	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.00	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.00	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00
Start Build 1.50									
2,700.00	1.50	325.10	2,699.99	1.07	-0.75	1.31	1.50	1.50	0.00
2,712.02	1.68	325.10	2,712.00	1.35	-0.94	1.64	1.50	1.50	0.00
Green River									
2,800.00	3.00	325.10	2,799.91	4.29	-3.00	5.23	1.50	1.50	0.00
2,900.00	4.50	325.10	2,899.69	9.66	-6.74	11.77	1.50	1.50	0.00
3,000.00	6.00	325.10	2,999.27	17.16	-11.97	20.92	1.50	1.50	0.00
3,100.00	7.50	325.10	3,098.57	26.80	-18.70	32.68	1.50	1.50	0.00
3,200.00	9.00	325.10	3,197.54	38.57	-26.91	47.03	1.50	1.50	0.00
3,245.22	9.68	325.10	3,242.15	44.59	-31.11	54.36	1.50	1.50	0.00
Start 2178.70 hold at 3245.22 MD									
3,300.00	9.68	325.10	3,296.16	52.14	-36.38	63.57	0.00	0.00	0.00
3,400.00	9.68	325.10	3,394.73	65.93	-46.00	80.39	0.00	0.00	0.00
3,500.00	9.68	325.10	3,493.31	79.71	-55.62	97.20	0.00	0.00	0.00
3,600.00	9.68	325.10	3,591.89	93.50	-65.24	114.01	0.00	0.00	0.00
3,700.00	9.68	325.10	3,690.46	107.29	-74.86	130.82	0.00	0.00	0.00
3,800.00	9.68	325.10	3,789.04	121.07	-84.48	147.63	0.00	0.00	0.00
3,900.00	9.68	325.10	3,887.62	134.86	-94.10	164.44	0.00	0.00	0.00
4,000.00	9.68	325.10	3,986.19	148.65	-103.71	181.26	0.00	0.00	0.00
4,100.00	9.68	325.10	4,084.77	162.44	-113.33	198.07	0.00	0.00	0.00
4,200.00	9.68	325.10	4,183.35	176.22	-122.95	214.88	0.00	0.00	0.00
4,300.00	9.68	325.10	4,281.92	190.01	-132.57	231.69	0.00	0.00	0.00
4,400.00	9.68	325.10	4,380.50	203.80	-142.19	248.50	0.00	0.00	0.00
4,500.00	9.68	325.10	4,479.08	217.59	-151.81	265.31	0.00	0.00	0.00
4,600.00	9.68	325.10	4,577.65	231.37	-161.43	282.12	0.00	0.00	0.00
4,700.00	9.68	325.10	4,676.23	245.16	-171.05	298.94	0.00	0.00	0.00

Sharewell
Planning Report



Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6312.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6312.00ft
Site:	16-8D-45 BTR	North Reference:	True
Well:	Well #1 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 05may11 rbw		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,751.50	9.68	325.10	4,727.00	252.26	-176.01	307.59	0.00	0.00	0.00
TGR3									
4,800.00	9.68	325.10	4,774.81	258.95	-180.67	315.75	0.00	0.00	0.00
4,900.00	9.68	325.10	4,873.38	272.74	-190.29	332.56	0.00	0.00	0.00
5,000.00	9.68	325.10	4,971.96	286.52	-199.91	349.37	0.00	0.00	0.00
5,100.00	9.68	325.10	5,070.54	300.31	-209.53	366.18	0.00	0.00	0.00
5,200.00	9.68	325.10	5,169.11	314.10	-219.15	382.99	0.00	0.00	0.00
5,300.00	9.68	325.10	5,267.69	327.88	-228.77	399.80	0.00	0.00	0.00
5,400.00	9.68	325.10	5,366.27	341.67	-238.39	416.62	0.00	0.00	0.00
5,423.92	9.68	325.10	5,389.85	344.97	-240.69	420.64	0.00	0.00	0.00
Start Drop -1.50									
5,500.00	8.54	325.10	5,464.97	354.85	-247.58	432.68	1.50	-1.50	0.00
5,600.00	7.04	325.10	5,564.04	365.96	-255.33	446.23	1.50	-1.50	0.00
5,638.22	6.46	325.10	5,602.00	369.64	-257.90	450.72	1.50	-1.50	0.00
Douglas Creek									
5,700.00	5.54	325.10	5,663.44	374.94	-261.60	457.18	1.50	-1.50	0.00
5,800.00	4.04	325.10	5,763.09	381.78	-266.37	465.52	1.50	-1.50	0.00
5,900.00	2.54	325.10	5,862.92	386.48	-269.66	471.26	1.50	-1.50	0.00
6,000.00	1.04	325.10	5,962.87	389.04	-271.44	474.38	1.50	-1.50	0.00
6,069.14	0.00	0.00	6,032.00	389.55	-271.80	475.00	1.50	-1.50	0.00
Start 3075.00 hold at 6069.14 MD - 3PT Marker									
6,100.00	0.00	0.00	6,062.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,200.00	0.00	0.00	6,162.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,300.00	0.00	0.00	6,262.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,400.00	0.00	0.00	6,362.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,500.00	0.00	0.00	6,462.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,504.14	0.00	0.00	6,467.00	389.55	-271.80	475.00	0.00	0.00	0.00
Black Shale									
6,600.00	0.00	0.00	6,562.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,700.00	0.00	0.00	6,662.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,714.14	0.00	0.00	6,677.00	389.55	-271.80	475.00	0.00	0.00	0.00
Castle Peak									
6,800.00	0.00	0.00	6,762.86	389.55	-271.80	475.00	0.00	0.00	0.00
6,900.00	0.00	0.00	6,862.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,000.00	0.00	0.00	6,962.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,014.14	0.00	0.00	6,977.00	389.55	-271.80	475.00	0.00	0.00	0.00
Uteland Butte									
7,039.14	0.00	0.00	7,002.00	389.55	-271.80	475.00	0.00	0.00	0.00
CR1									
7,100.00	0.00	0.00	7,062.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,200.00	0.00	0.00	7,162.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,264.14	0.00	0.00	7,227.00	389.55	-271.80	475.00	0.00	0.00	0.00
Wasatch									
7,300.00	0.00	0.00	7,262.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,384.14	0.00	0.00	7,347.00	389.55	-271.80	475.00	0.00	0.00	0.00
CR2									
7,400.00	0.00	0.00	7,362.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,500.00	0.00	0.00	7,462.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,600.00	0.00	0.00	7,562.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,624.14	0.00	0.00	7,587.00	389.55	-271.80	475.00	0.00	0.00	0.00
CR3									
7,700.00	0.00	0.00	7,662.86	389.55	-271.80	475.00	0.00	0.00	0.00
7,800.00	0.00	0.00	7,762.86	389.55	-271.80	475.00	0.00	0.00	0.00

Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6312.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6312.00ft
Site:	16-8D-45 BTR	North Reference:	True
Well:	Well #1 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 05may11 rbw		

Planned Survey										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	
7,900.00	0.00	0.00	7,862.86	389.55	-271.80	475.00	0.00	0.00	0.00	
7,944.14	0.00	0.00	7,907.00	389.55	-271.80	475.00	0.00	0.00	0.00	
CR4										
8,000.00	0.00	0.00	7,962.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,100.00	0.00	0.00	8,062.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,200.00	0.00	0.00	8,162.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,239.14	0.00	0.00	8,202.00	389.55	-271.80	475.00	0.00	0.00	0.00	
CR4A										
8,300.00	0.00	0.00	8,262.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,374.14	0.00	0.00	8,337.00	389.55	-271.80	475.00	0.00	0.00	0.00	
CR5										
8,400.00	0.00	0.00	8,362.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,500.00	0.00	0.00	8,462.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,539.14	0.00	0.00	8,502.00	389.55	-271.80	475.00	0.00	0.00	0.00	
CR6										
8,600.00	0.00	0.00	8,562.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,700.00	0.00	0.00	8,662.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,800.00	0.00	0.00	8,762.86	389.55	-271.80	475.00	0.00	0.00	0.00	
8,844.14	0.00	0.00	8,807.00	389.55	-271.80	475.00	0.00	0.00	0.00	
CR7										
8,900.00	0.00	0.00	8,862.86	389.55	-271.80	475.00	0.00	0.00	0.00	
9,000.00	0.00	0.00	8,962.86	389.55	-271.80	475.00	0.00	0.00	0.00	
9,100.00	0.00	0.00	9,062.86	389.55	-271.80	475.00	0.00	0.00	0.00	
9,144.14	0.00	0.00	9,107.00	389.55	-271.80	475.00	0.00	0.00	0.00	
TD at 9144.14										

Design Targets										
Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (usft)	Easting (usft)	Latitude	Longitude	
16-8D-45 BTR Target	0.00	0.00	6,032.00	389.55	-271.80	660,643.33	2,288,822.12	40° 8' 33.24 N	110° 28' 0.68 W	
- hit/miss target										
- Shape										
- plan hits target center										
- Point										
16-8D-45 BTR PBHL	0.00	0.00	9,107.00	389.55	-271.80	660,643.33	2,288,822.12	40° 8' 33.24 N	110° 28' 0.68 W	
- plan hits target center										
- Rectangle (sides W200.00 H200.00 D3,075.00)										

Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 16' KB
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Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6312.00ft
Site:	16-8D-45 BTR	North Reference:	True
Well:	Well #1 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 05may11 rbw		

Formations						
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)	
2,712.02	2,712.00	Green River		0.00		
4,751.50	4,727.00	TGR3		0.00		
5,638.22	5,602.00	Douglas Creek		0.00		
6,069.14	6,032.00	3PT Marker		0.00		
6,504.14	6,467.00	Black Shale		0.00		
6,714.14	6,677.00	Castle Peak		0.00		
7,014.14	6,977.00	Uteland Butte		0.00		
7,039.14	7,002.00	CR1		0.00		
7,264.14	7,227.00	Wasatch		0.00		
7,384.14	7,347.00	CR2		0.00		
7,624.14	7,587.00	CR3		0.00		
7,944.14	7,907.00	CR4		0.00		
8,239.14	8,202.00	CR4A		0.00		
8,374.14	8,337.00	CR5		0.00		
8,539.14	8,502.00	CR6		0.00		
8,844.14	8,807.00	CR7		0.00		

Plan Annotations					
Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates			
		+N/-S (ft)	+E/-W (ft)	Comment	
2,600.00	2,600.00	0.00	0.00	Start Build 1.50	
3,245.22	3,242.15	44.59	-31.11	Start 2178.70 hold at 3245.22 MD	
5,423.92	5,389.85	344.97	-240.69	Start Drop -1.50	
6,069.14	6,032.00	389.55	-271.80	Start 3075.00 hold at 6069.14 MD	
9,144.14	9,107.00	389.55	-271.80	TD at 9144.14	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 16-8D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013504660000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 11/3/2012			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 This well was spud on 11/3/2012 by Triple A Drilling at 1:00 pm.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 November 07, 2012

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 11/7/2012	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8172

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301351294	1-25D-36 BTR		NWNE	25	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>18798</u>	<u>11/1/2012</u>			<u>11/8/2012</u>	
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. <u>GR-WS BHL: none</u>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350466	16-8D-45 BTR		SESE	8	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>18799</u>	<u>11/3/2012</u>			<u>11/8/2012</u>	
Comments: Spudding Operation was conducted by Triple A Drilling @ 1:00 pm. <u>GR-WS BHL: SESE</u>							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

11/7/2012

Title

Date

RECEIVED
NOV 07 2012

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 16-8D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013504660000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/3/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 Well spud this month; no other November 2012 monthly drilling activity to report

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 December 03, 2012

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 12/3/2012	

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By CECIL E. CROW Phone Number 435-828-6095
Well Name/Number 16-8D-45 BTR
Qtr/Qtr SE/SE Section 8 Township 4S Range 5W
Lease Serial Number 14-20-H62-6265
API Number 43-013-50466

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 12/01/12 10:00 AM ☒ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks RUN SURFACE CASING & CEMENT

RECEIVED

NOV 30 2012

DIV. OF OIL, GAS & MINING

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Monte C Long Phone Number 435-828-6095
Well Name/Number 16-8D-45 BTR
Qtr/Qtr SE/SE Section 8 Township 4S Range 5W
Lease Serial Number 14-20-H62-6265
API Number 43-013-50466

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 11/29/12 07:00 AM ☒ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

RECEIVED

NOV 27 2012

DIV. OF OIL, GAS & MINING

Date/Time ____ AM ☐ PM ☐

BOPE

- ☒ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time ____ AM ☐ PM ☐

Remarks Any changes to the time frame will be e-mailed in a prompt amount of time

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 16-8D-45 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504660000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/2/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

December 2012 monthly drilling activity report is attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 January 03, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 1/2/2013

**16-8D-45 BTR 12/1/2012 06:00 - 12/2/2012 06:00**

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.50	13:30	2	DRILL ACTUAL	DRILL ACTUAL/ 2,137'-2,514'/ WOB 15K-20K/PUMP #1 85 / PUMP #2 85/ ROT RPM 45/ BIT RPM 85/ ROP 50.26
13:30	1.50	15:00	5	COND MUD & CIRC	CIRC SWEEPS TO SURFACE
15:00	2.50	17:30	6	TRIPS	WIPER TRIP TO 6" D.C.
17:30	1.50	19:00	5	COND MUD & CIRC	CIRC SWEEPS TO SURFACE
19:00	2.00	21:00	6	TRIPS	BLOW DWN KELLY/TOOH W/ BIT #1
21:00	2.50	23:30	20	DIRECTIONAL WORK	LD 8" D.C., DIRECTIONAL TOOLS, MUD MTR, & BIT
23:30	6.50	06:00	12	RUN CASING & CEMENT	RU CASING CREW/HELD SAFETY MEETING/RUN 57 JTS 2,516.42' EVRAZ 9-5/8 J-55 36# 8RD ST&C Rng3 SURFACE CSG/CIRC 663', 1,325', 1,986', & 2,512'/SHOE @ 2,213'/RD CASING CREW

16-8D-45 BTR 12/2/2012 06:00 - 12/3/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	12	RUN CASING & CEMENT	RD CSG CREW & LD MACHINE
07:00	4.00	11:00	12	RUN CASING & CEMENT	RU HALLIBURTON/HELD SAFETY MEETING/TEST LINES @ 5,000 PSI PUMP 20 BBL H2O SPACER/40BBL SUPER FLUSH/ 20 BBL H2O SPACER/ 400 SKS 225.0 BBL 1264.0 CU/FT 11.0PPG 3.16 YEILD 19.48 GAL/SK/240 SKS 57.0 BBL 320.04 CU/FT 14.8PPG 1.33 YEILD 6.31 GAL/SK DISPLACE 191.1 BBL DISPLACMENT H2O FLUID, FINAL LIFT 570 PSI, BUMP PLUG @ 1,071 PSI, FLOATS HELD. 109 BBL CMT TO SURFACE/RD HALLIBURTON
11:00	2.00	13:00	13	WAIT ON CEMENT	WOC/RD CONDUTOR/PREP CELLAR FOR WELDER
13:00	7.00	20:00	14	NIPPLE UP B.O.P	CUT CSG/TOP OUT CMT/WELD ON WELL HEAD/PU STACK/NU BOP/CHOKE LINE/KOOMEY HOUSE/FLARE LINES
20:00	4.00	00:00	15	TEST B.O.P	TIW, LOWER KELLY, INSIDE BOP, KILL INSIDE CHECK, INNER & OUTER CHOKE MANIFOLD VALVES, PIPE RAMS, BLIND RAMS, HCR VALVE, INSIDE KILL ALL TESTED 5000 PSI 10-MIN/ MANUAL CHOKE & POWER CHOKE @ 500 PSI 5-MIN/ CASING@ 1500 PSI 30-MIN/ ANN: 2500 PSI 10 MIN/B & C QUICK TEST/ ERIK WATKINS TESTER
00:00	0.50	00:30	21	OPEN	INSTALL WEAR BUSHING
00:30	2.50	03:00	20	DIRECTIONAL WORK	PU & MU BIT, MUD MTR, 3-PT REAMER, MONEL, GAB SUB, INSTALL EM TOOL, SCRIBE, MONEL, 3-PT REAMER
03:00	2.00	05:00	6	TRIPS	TIH W/ BIT #2
05:00	1.00	06:00	3	REAMING	DRILL CMT

16-8D-45 BTR 12/3/2012 06:00 - 12/4/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	3	REAMING	DRILL CMT & FLOAT EQUIPMENT/FC @ 2,465'/ FS @ 2,513'
07:00	0.50	07:30	2	DRILL ACTUAL	DRILL ACTUAL/ 2,514'-2,530'/ WOB 15K-20K/PUMP #1 85 / PUMP #2 85/ ROT RPM 45/ BIT RPM 85/ ROP 36.0
07:30	1.00	08:30	21	OPEN	EMW TEST TO 10.5PPG/263PSI LOST 6PSI IN 5-MIN
08:30	7.50	16:00	2	DRILL ACTUAL	DRILL ACTUAL/ 2,530'-3,102'/ WOB 15K-20K/PUMP #1 85 / PUMP #2 85/ ROT RPM 45/ BIT RPM 85/ ROP 76.26
16:00	0.50	16:30	7	LUBRICATE RIG	RIG SERVICE
16:30	10.50	03:00	2	DRILL ACTUAL	DRILL ACTUAL/ 3,102'-3,850'/ WOB 15K-20K/PUMP #1 85 / PUMP #2 85/ ROT RPM 45/ BIT RPM 85/ ROP 71.23
03:00	1.00	04:00	5	COND MUD & CIRC	LOST RETURNS 180BBL
04:00	2.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 3,850'-3,991'/ WOB 15K-20K/PUMP #1 85 / PUMP #2 85/ ROT RPM 45/ BIT RPM 85/ ROP 70.5

16-8D-45 BTR 12/4/2012 06:00 - 12/5/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.00	13:00	2	DRILL ACTUAL	DRILL ACTUAL/ 3,991'-4,498'/ WOB 15K-20K/PUMP #1 70 / PUMP #2 70/ ROT RPM 45/ BIT RPM 85/ ROP 72.42
13:00	1.00	14:00	7	LUBRICATE RIG	RIG SERVICE/CHANGE OIL IN CAMP GEN SET
14:00	16.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 4,498'-5,672'/ WOB 15K-20K/PUMP #1 60 / PUMP #2 60/ ROT RPM 45/ BIT RPM 85/ ROP 73.37

16-8D-45 BTR 12/5/2012 06:00 - 12/6/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	2	DRILL ACTUAL	DRILL ACTUAL/ 5,672'-5,894'/ WOB 15K-20K/PUMP #1 60 / PUMP #2 60/ ROT RPM 45/ BIT RPM 67/ ROP 63.42
09:30	0.50	10:00	7	LUBRICATE RIG	RIG SERVICE
10:00	20.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 5,894'-7,004'/ WOB 15K-20K/PUMP #1 70 / PUMP #2 70/ ROT RPM 45/ BIT RPM 67/ ROP 55.5

16-8D-45 BTR 12/6/2012 06:00 - 12/7/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	DRILL ACTUAL/ 7,004'-7,195'/ WOB 15K-20K/PUMP #1 70 / PUMP #2 70/ ROT RPM 45/ BIT RPM 67/ ROP 22.47
14:30	0.50	15:00	7	LUBRICATE RIG	RIG SERVIE
15:00	15.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 7,195'-7,923'/ WOB 15K-20K/PUMP #1 70 / PUMP #2 70/ ROT RPM 45/ BIT RPM 67/ ROP 48.53

16-8D-45 BTR 12/7/2012 06:00 - 12/8/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	2	DRILL ACTUAL	DRILL ACTUAL/ 7,923'-7,954'/ WOB 15K-20K/PUMP #1 70 / PUMP #2 70/ ROT RPM 45/ BIT RPM 67/ ROP 31.0
07:00	8.50	15:30	5	COND MUD & CIRC	BRINGING MUD WT UP TO CONTROL GAS/BLEW HOLE OUT WITH BAR HOPPER/BUILD VOLUME/BRING MUD WT UP TO 9.8 & 30% L.C.M./EST RETURNS/SEEING LOTS OF PARAFIN
15:30	0.50	16:00	2	DRILL ACTUAL	DRILL ACTUAL/ 7,954'-7,987'/ WOB 15K-20K/PUMP #1 50 / PUMP #2 50/ ROT RPM 45/ BIT RPM 48/ ROP 62.0/HOLE STILL SEEPING RAN OUT OF MUD
16:00	4.00	20:00	5	COND MUD & CIRC	BUILD VOLUME 9.8WT & 30% L.C.M./EST CIRC/CIRC BTMS UP TO STABILIZE WELL BORE
20:00	10.00	06:00	2	DRILL ACTUAL	DRILL ACTUAL/ 7,987-8,367'/ WOB 15K-20K/PUMP #1 60 / PUMP #2 60/ ROT RPM 45/ BIT RPM 64/ ROP 34.9

16-8D-45 BTR 12/8/2012 06:00 - 12/9/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.00	10:00	2	DRILL ACTUAL	DRILL ACTUAL/ 8,367-8,495'/ WOB 15K-20K/PUMP #1 60 / PUMP #2 60/ ROT RPM 45/ BIT RPM 58/ ROP 32.0
10:00	7.50	17:30	5	COND MUD & CIRC	PUMP SWEEPS/CIRC BTMS UP/GAS 4,000 UNITS PUT ON GAS BUSTER BRING WT UP TO 10.2 0.0PPG A ROUND
17:30	0.50	18:00	7	LUBRICATE RIG	RIG SERVICE
18:00	4.00	22:00	5	COND MUD & CIRC	BRING MUD WT. UP TO 10.2PPG/CIRC SURFACE TO SURFACE TWICE/GAS DOWN
22:00	6.00	04:00	6	TRIPS	WIPER TRIP TO CASING SHOE/TH BRK CIRC @ 2,690'/TH/BRK CIRC @ 5,031'/PUMP 100 BBLS BEFORE GAINING PARTIAL RETUURNS/SEEING A LOT OF PARAFIN
04:00	2.00	06:00	5	COND MUD & CIRC	BUILD VOL./WT. 10.2PPG/L.C.M. 30%

16-8D-45 BTR 12/9/2012 06:00 - 12/10/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.50	09:30	5	COND MUD & CIRC	BUILD VOL/CIRC NO RETURNS
09:30	2.00	11:30	6	TRIPS	TOOH TO SURFACE CASING SHOE
11:30	3.00	14:30	5	COND MUD & CIRC	BUILD VOL/BRK CIRC /CIRC PARAFIN OFF BHA
14:30	1.50	16:00	6	TRIPS	TOOH
16:00	2.00	18:00	20	DIRECTIONAL WORK	LD DIR TOOLS
18:00	2.50	20:30	6	TRIPS	CLEAN ICE OFF FLOOR/MU BIT & BIT SUB/TH W/ CLEAN UP BIT TO SHOE
20:30	2.00	22:30	5	COND MUD & CIRC	BRK CIRC/GOOD RETURNS CIRC GAS OUT OF WELL BORE
22:30	1.00	23:30	9	CUT OFF DRILL LINE	CUT & SLIP 18 WRAPS 104' DRLG LINE/CHANGE OUT FLOW SENSOR
23:30	6.50	06:00	6	TRIPS	TH AND BRK CIRC EVRY 500' TO 4.800' CIR GAS OUT /TH TO 6,073' CIRC GAS OUT BRK CIRC

16-8D-45 BTR 12/10/2012 06:00 - 12/11/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	5	COND MUD & CIRC	CIRC GAS OUT OF HOLE
07:30	1.00	08:30	6	TRIPS	TH TO 7,000'
08:30	4.50	13:00	5	COND MUD & CIRC	BUILD VOL/CIRC GAS OUT OF WELL BORE
13:00	2.50	15:30	6	TRIPS	PU 9-JTS D.P./TH TO 8,360'/WASH & REAM 135' TO BTM
15:30	3.50	19:00	5	COND MUD & CIRC	CIRC GAS OUT OF WELL BORE/MAINTAINING 102PPG & 35% L.C.M.
19:00	9.00	04:00	6	TRIPS	HELD SAFETY MEETING/LD D.P. & HWDP
04:00	0.50	04:30	6	TRIPS	TH W/D.C.
04:30	1.50	06:00	6	TRIPS	LD D.C.

16-8D-45 BTR 12/11/2012 06:00 - 12/12/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.50	13:30	12	RUN CASING & CEMENT	PULL WEAR BUSHING/HELD SAFETY MEETING/RU CASING CREW/RUN CSG
13:30	2.50	16:00	5	COND MUD & CIRC	CIRC GAS OUT OF WELLBORE
16:00	6.00	22:00	12	RUN CASING & CEMENT	RUN 204 JTS 8,492.65' 5-1/2 P-110 17# 8RD LT&C 8RD Rng3 PRODUCTION CSG, SHOE @ 8,489'/RD CASING CREW/BRK CIRC @ 8,490'
22:00	5.00	03:00	12	RUN CASING & CEMENT	RU HALLIBURTON/TEST LINES @ 5,000 PSI PUMP 10 BBL H2O SPACER/40BBLs SUPER FLUSH/ 10 BBL H2O SPACER/ 780 SKS 323.67 BBLs 2,098 CU/FT 11.00PPG 2.32 YEILD 10.64 GAL/SK/910SKS 230.14 BBLs 1,292CU/FT 13.5PPG 1.42 YEILD 6.65 GAL/SK DISPLACE 196.02 BBLs DISPLACEMENT H2O W/BIOCIDE, FINAL LIFT 1,670 PSI, BUMP PLUG @ 2,170 PSI HELD 3-MIN.FLOATS HELD. LOST RETURNS @ 73BBLs IN DIS.GOT CMT RETURNS @ 80 BBLs INTO DIS./30-BBLs CMT TO SURFACE/LOST RETURNS @ 110 BBLs IN DIS. LOST 93BBLs TOTAL.
03:00	3.00	06:00	14	NIPPLE UP B.O.P	ND BOP, KOOMEY, CHOKE LINE, & FLOWLINE/ PU 155K SET SLIPS @ 150K 30K OVER ST WT. /CUT CSG/INSTALL NIGHT CAP/RELEASE RIG @ 06:00 12/12/12

16-8D-45 BTR 12/17/2012 06:00 - 12/18/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	LOCL	Lock Wellhead & Secure	Well Secured With 11" Night Cap. BackFill Cellar
09:00	2.00	11:00	IWHD	Install Wellhead	Safety Meeting With Cameron, Check Surface Casing & 5.5" For Pressure, 0 Psi On Both Sides.N/D 11" Night Cap, Cleaned And Dressed Up 5.5" Csg Top, Set And N/U 11" x 7 1/16" 5k Tbg. Head With 2 1/16" x 5k Gate Valves. Tested Hanger Seals To 7100 Psi, Good Test. Secured Well Head With 7" 5K Night Cap.
11:00	19.00	06:00	LOCL	Lock Wellhead & Secure	WSI Shut In And Secured.

16-8D-45 BTR 12/18/2012 06:00 - 12/19/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOGG	Logging	MOVE IN HES LOGGING. LATE TO LOCATION DUE TO WEATHER AND ROAD CONDITIONS. RU AND RIH. HAD PROBLEMS WITH TOOLS. STARTED LOGGING AT 18:30 PM.

16-8D-45 BTR 12/19/2012 06:00 - 12/20/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOGG	Logging	RUNNING RMT AND RBL WITH HES UNDER PRESS. EST TOC 2200'. LOGGED 8385' TO SURFACE. DRLG SHOW FC AT 8444', MARKER JTS AS PER CSG TALLY 5892'-5924', 7151.7'-7173.7', 7875.9'-7897.6'. LOGGERS SHOW MARKERS 5863+-5885' (28.5' DIFF), 7117'-7137' (34' DIFF), AND 7838'-7859' (38' DIFF). RD HES AND MO.

16-8D-45 BTR 12/26/2012 06:00 - 12/27/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Production Crew Working On Facilities. Set Frac Mandrel, Test. Set Frac Tree, Test With Casing. Rig Up FlowBack And SandTrap, Test. HES Spot Manifolds And Movers. Load Chemical For Acid.

16-8D-45 BTR 12/27/2012 06:00 - 12/28/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI And Secured. 0 Psi. On Well.
07:00	3.50	10:30	SRIG	Rig Up/Down	SLB WireLine Arrive On Location, Hold Safety Meeting. Rig Up Equipment. Pick Up Lubricator,, Arm Gun, Rig Up To Well.
10:30	1.25	11:45	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 7,838 - 7,859'. Drop Down To Depth, Perforate Stage 1 CR-4A/CR-4 Zone, 8,011 - 8,298'. 45 Holes. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
11:45	18.25	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. HES Rig Up Equipment.

16-8D-45 BTR 12/28/2012 06:00 - 12/29/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.25	06:15	LOCL	Lock Wellhead & Secure	HES Crew On Location At 0400 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Ran QC On Fluid, Looks Good.
06:15	0.17	06:25	SMTG	Safety Meeting	Safety Meeting. Talk About Smoking Area, PPE, Escape And Mustering Areas, Communication, And Red Zone.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:25	1.50	07:55	FRAC	Frac. Job	<p>Frac Stage 1. Fluid System: Hybor G 16 Open Well, 50 Psi. ICP. BrokeDown At 9.3 Bpm And 3,211 Psi.. Pump 3900 Gals. 15% HCL And 90 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 72.0 Bpm And 4,688 Psi., Get ISIP, 2,553 Psi.. 0.75 Psi./Ft. F.G.. 34/45 Holes. Con't With SlickWater Pad, 43,515 Gals.. Stage Into X-Link Pad, 71.8 Bpm At 4,387 Psi.. On Perfs, 71.8 Bpm At 4,568 Psi., 10,906 Gals. Stage Into 2# 20/40 White Prop, 71.8 Bpm At 4,618 Psi.. On Perfs, 71.5 Bpm At 4,347 Psi., 8,871 Gals. Stage Into 3.0# 20/40 White Prop, 71.7 Bpm At 4,329 Psi.. On Perfs, 71.7 Bpm At 3,839 Psi., 15,815 Gals. Stage Into 3.5# 20/40 White Prop, 71.8 Bpm At 3,802 Psi.. On Perfs, 71.9 Bpm At 3,713 Psi., 9,872 Gals. Stage Into 4.0# 20/40 White Prop, 71.9 Bpm At 3,713 Psi.. On Perfs, 71.9 Bpm At 3,637 Psi., 10,327 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,611 Psi.. 0.76 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 135,100# Total Clean - 121,058 Gals.. 2,882 Bbls.. 2% KCL - 55,791 Gals.. Produced Water - 63,250 Gals.. BWTR - 3,024 Bbls. Max. Rate - 72.2 Bpm Avg. Rate - 71.4 Bpm Max. Psi. - 4,708 Psi. Avg. Psi. - 4,092 Psi.</p>
07:55	0.33	08:15	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.
08:15	1.50	09:45	PFRT	Perforating	<p>RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 7,838 - 7,859'. Drop Down To Depth, Set CBP At 7,996'. 2,300 Psi.. Perforate Stage 2 CR-3 Zone, 7,728 - 7,976'. 45 Holes. 2,300 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.</p>
09:45	0.25	10:00	GOP	General Operations	Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well.
10:00	1.17	11:10	FRAC	Frac. Job	<p>Frac Stage 2. Fluid System: Hybor G 16 Open Well, 2,242 Psi. ICP. BrokeDown At 10.2 Bpm And 2,680 Psi.. Pump 3900 Gals. 15% HCL And 90 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 70.6 Bpm And 4,994 Psi., Get ISIP, 2,466 Psi.. 0.75 Psi./Ft. F.G.. 30/45 Holes. Con't With SlickWater Pad, 51,609 Gals.. Stage Into X-Link Pad, 72.0 Bpm At 4,675 Psi.. On Perfs, 72.0 Bpm At 4,890 Psi., 12,988 Gals. Stage Into 2# 20/40 White Prop, 72.0 Bpm At 4,880 Psi.. On Perfs, 71.9 Bpm At 4,513 Psi., 8,615 Gals. Stage Into 3.0# 20/40 White Prop, 71.9 Bpm At 4,462 Psi.. On Perfs, 72.1 Bpm At 3,781 Psi., 25,055 Gals. Stage Into 3.5# 20/40 White Prop, 72.2 Bpm At 3,710 Psi.. On Perfs, 72.2 Bpm At 3,626 Psi., 9,644 Gals. Stage Into 4.0# 20/40 White Prop, 72.2 Bpm At 3,642 Psi.. On Perfs, 72.2 Bpm At 3,610 Psi., 10,116 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,557 Psi.. 0.77 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 160,300# Total Clean - 139,194 Gals.. 3,314 Bbls.. 2% KCL - 66,418 Gals.. Produced Water - 70,718 Gals.. BWTR - 3,489 Bbls. Max. Rate - 72.5 Bpm Avg. Rate - 72.0 Bpm Max. Psi. - 4,918 Psi. Avg. Psi. - 4,385 Psi.</p>
11:10	0.33	11:30	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
11:30	1.34	12:50	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 7,117 - 7,137'. Drop Down To Depth, Set CBP At 7,722'. 2,200 Psi.. Perforate Stage 3 CR-3/CR-2 Zone, 7,489 - 7,702'. 45 Holes. 2,150 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
12:50	0.08	12:55	GOP	General Operations	Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well.
12:55	1.08	14:00	FRAC	Frac. Job	Frac Stage 3. Fluid System: Hybor G 16 Open Well, 2,165 Psi. ICP. BrokeDown At 10.2 Bpm And 2,677 Psi.. Pump 3900 Gals. 15% HCL And 90 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 72.7 Bpm And 3,988 Psi., Get ISIP, 2,358 Psi.. 0.75 Psi./Ft. F.G.. 42/45 Holes. Con't With SlickWater Pad, 48,387 Gals.. Stage Into X-Link Pad, 71.7 Bpm At 4,060 Psi.. On Perfs, 71.6 Bpm At 4,350 Psi., 12,192 Gals. Stage Into 2# 20/40 White Prop, 71.6 Bpm At 4,270 Psi.. On Perfs, 71.3 Bpm At 3,999 Psi., 8,327 Gals. Stage Into 3.0# 20/40 White Prop, 71.4 Bpm At 3,991 Psi.. On Perfs, 71.6 Bpm At 3,631 Psi., 22,541 Gals. Stage Into 3.5# 20/40 White Prop, 74.1 Bpm At 3,811 Psi.. On Perfs, 72.2 Bpm At 3,626 Psi., 9,644 Gals. Did Not Stage Into 4#, Lost XLink In 3.5# Stage. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 2,570 Psi.. 0.78 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 141,100# Total Clean - 129,317 Gals.. 3,079 Bbls.. 2% KCL - 60,553 Gals.. Produced Water - 66,655 Gals.. BWTR - 3,251 Bbls. Max. Rate - 74.7 Bpm Avg. Rate - 72.1 Bpm Max. Psi. - 4,743 Psi. Avg. Psi. - 3,948 Psi.
14:00	0.25	14:15	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.
14:15	1.34	15:35	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 7,117 - 7,137'. Drop Down To Depth, Set CBP At 7,480'. 2,200 Psi.. Perforate Stage 4 CR-2/Wasatch Zone, 7,211 - 7,460'. 42 Holes. 1,900 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
15:35	0.08	15:40	GOP	General Operations	Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well.
15:40	1.17	16:50	FRAC	Frac. Job	Frac Stage 4. Fluid System: Hybor G 16 Open Well, 2,239 Psi. ICP. BrokeDown At 9.5 Bpm And 2,239 Psi.. Pump 3900 Gals. 15% HCL And 84 Bio Balls, Attempt BallOut. Let Balls Fall. Get Stabilized Injection Of 72.2 Bpm And 5,760 Psi., Get ISIP, 1,970 Psi.. 0.71 Psi./Ft. F.G.. 23/42 Holes. Con't With SlickWater Pad, 45,155 Gals.. Stage Into X-Link Pad, 72.4 Bpm At 5,466 Psi.. On Perfs, 72.3 Bpm At 5,433 Psi., 11,306 Gals. Stage Into 2# 20/40 White Prop, 72.3 Bpm At 5,354 Psi.. On Perfs, 72.4 Bpm At 4,477 Psi., 8,101 Gals. Stage Into 3.0# 20/40 White Prop, 72.4 Bpm At 4,395 Psi.. On Perfs, 72.7 Bpm At 3,768 Psi., 20,020 Gals. Stage Into 3.5# 20/40 White Prop, 72.8 Bpm At 3,496 Psi.. On Perfs, 72.7 Bpm At 3,377 Psi., 9,067 Gals. Stage Into 4.0# 20/40 White Prop, 72.8 Bpm At 3,365 Psi.. On Perfs, 72.8 Bpm At 3,254 Psi., 12,152 Gals. Stage Into Flush, Flush 15 Bbls. Over Bottom Perf.. Get ISDP, 1,986 Psi.. 0.71 Psi./Ft. F.G.. WSI And Secured. Total 20/40 White - 149,800# Total Clean - 125,917 Gals.. 2,998 Bbls.. 2% KCL - 60,646 Gals.. Produced Water - 63,174 Gals.. BWTR - 3,184 Bbls. Max. Rate - 73.1 Bpm Avg. Rate - 72.4 Bpm Max. Psi. - 5,784 Psi. Avg. Psi. - 4,463 Psi.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
16:50	0.25	17:05	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.
17:05	1.33	18:25	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 5,863 - 5,885'. Drop Down To Depth, Set CBP At 7,196'. 1,800 Psi.. Perforate Stage 5 CR-1A/CR-1/UteLand Butte Zone, 6,959 - 7,176'. 45 Holes. 1,700 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
18:25	11.58	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

16-8D-45 BTR 12/29/2012 06:00 - 12/30/2012 06:00

API/UWI 43-013-50466	State/Province Utah	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,495.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	HES Crew On Location At 0700 Hrs., Prime Chemical And Fluid Pumps, Pressure Test To 9000 Psi., Ran QC On Fluid, Looks Good.
07:00	2.09	09:05	SMTG	Safety Meeting	Safety Meeting. Talk About Smoking Area, PPE, Escape And Mustering Areas, Communication, And Red Zone.
09:05	0.42	09:30	FRAC	Frac. Job	Acidize Stage 5. Open Well, 1,300 Psi. ICP. BrokeDown At 10.0 Bpm And 1,616 Psi.. Pump 7500 Gals. 15% HCL Drop 68 Bio Balls With 7500 Gals. 15% HCL. Flush With 2% KCL To 15 Bbls. Over Bottom Perf. Volume. Get ISDP, 1,409 Psi.. 0.64 Psi./Ft. F.G.. WSI And Secured. Total Clean - 22,095 Gals.. 526 Bbls.. BWTR - 526 Bbls. Max. Rate - 45.0 Bpm Avg. Rate - 35.5 Bpm Max. Psi. - 2,467 Psi. Avg. Psi. - 2,203 Psi.
09:30	0.42	09:55	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.
09:55	1.33	11:15	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 5,863 - 5,885'. Drop Down To Depth, Set CBP At 6,954'. 1,500 Psi.. Perforate Stage 6 Castle Peak Zone, 6,717 - 6,937'. 45 Holes. 1,400 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
11:15	0.58	11:50	GOP	General Operations	Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well.
11:50	0.33	12:10	FRAC	Frac. Job	Acidize Stage 6. Open Well, 1,200 Psi. ICP. BrokeDown At 10.2 Bpm And 1,664 Psi.. Pump 7500 Gals. 15% HCL Drop 68 Bio Balls With 7500 Gals. 15% HCL. Flush With 2% KCL To 15 Bbls. Over Bottom Perf. Volume. Get ISDP, 1,561 Psi.. 0.67 Psi./Ft. F.G.. WSI And Secured. Total Clean - 22,567 Gals.. 537 Bbls.. BWTR - 537 Bbls. Max. Rate - 46.3 Bpm Avg. Rate - 45.3 Bpm Max. Psi. - 2,943 Psi. Avg. Psi. - 2,377 Psi.
12:10	0.25	12:25	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up Gun String And CBP Plug Assembly. Equalize To Well Pressure.
12:25	1.17	13:35	PFRT	Perforating	RIH With 3 1/8" PJ Omega 3104 Perf. Gun Configured At 120 Degree Phasing, 3 Spf, .36" Penetration Charges, 16 Gms., .44 Dia. Holes. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 5,863 - 5,885'. Drop Down To Depth, Set CBP At 6,704'. 1,200 Psi.. Perforate Stage 7 Castle Peak/Black Shale Zone, 6,409 - 6,684'. 42 Holes. 700 Psi.. POOH. LayDown Gun, Verify All Shots Fired, WSI And Secured.
13:35	0.08	13:40	GOP	General Operations	Well Turned Over To HES. Pressure Test To 8500#. Equalize, Open To Well.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
13:40	0.34	14:00	FRAC	Frac. Job	Acidize Stage 7. Open Well, 593 Psi. ICP. BrokeDown At 10.4 Bpm And 1,775 Psi.. Pump 7500 Gals. 15% HCL Drop 68 Bio Balls With 7500 Gals. 15% HCL. Flush With 2% KCL To 15 Bbls. Over Bottom Perf. Volume. Get ISDP, 1,436 Psi.. 0.67 Psi./Ft. F.G.. WSI And Secured. Total Clean - 22,608 Gals.. 538 Bbls.. BWTR - 538 Bbls. Max. Rate - 46.3 Bpm Avg. Rate - 44.4 Bpm Max. Psi. - 2,988 Psi. Avg. Psi. - 2,715 Psi.
14:00	0.50	14:30	CTUW	W/L Operation	Well Turned Over To WireLine. Pick Up CBP Plug Assembly. Equalize To Well Pressure.
14:30	1.00	15:30	PFRT	Perforating	RIH With 3 1/8" Sinker Bars And CBP Plug Assembly. Correlating To HES RBT/RMT/CBL/CCL Dated 12-19-2012. Found And Correlated To Short Joint At 5,863 - 5,885'. Drop Down To Depth, Set CBP At 6,376'. 1,300 Psi.. Bleed Well Down To 0 Psi.. POOH. LayDown Tools, WSI And Secured.
15:30	3.00	18:30	SRIG	Rig Up/Down	RigDown WireLine And Frac Crews, MOL.
18:30	11.50	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 16-8D-45 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0415 FSL 0538 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 08 Township: 04.0S Range: 05.0W Meridian: U		9. API NUMBER: 43013504660000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/1/2013	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first gas sales on 12/31/2012 and first oil sales on 1/01/2013.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

FOR RECORD ONLY

January 10, 2013

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 1/8/2013	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other			6. If Indian, Allottee or Tribe Name		
b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____			7. Unit or CA Agreement Name and No.		
2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com			8. Lease Name and Well No. 16-8D-45 BTR		
3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202			3a. Phone No. (include area code) Ph: 303-312-8172		9. API Well No. 43-013-50466
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface SESE 415FSL 538FEL At top prod interval reported below SESE 807FSL 868FEL At total depth SESE 764FSL 845FEL			10. Field and Pool, or Exploratory ALTAMONT		
14. Date Spudded 11/03/2012			15. Date T.D. Reached 12/12/2012		11. Sec., T., R., M., or Block and Survey or Area Sec 8 T4S R5W Mer UBM
16. Date Completed <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod. 12/31/2012			12. County or Parish DUCHESE		
			13. State UT		
17. Elevations (DF, KB, RT, GL)* 6299 GL					
18. Total Depth: MD 8495 TVD 8440		19. Plug Back T.D.: MD 8444 TVD 8389		20. Depth Bridge Plug Set: MD TVD	
21. Type Electric & Other Mechanical Logs Run (Submit copy of each) TRIPLE COMBO/CBI			22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes (Submit analysis)		

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	65.0	0	80	80			0	
12.250	9.625 J-55	36.0	0	2514	2514	640	282	0	
8.750	5.500 P-110	17.0	0	8489	8489	1590	255	2180	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	6372							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	6473	7132	6473 TO 7132	0.440	132	OPEN
B) WASATCH	7297	8298	7297 TO 8298	0.440	174	OPEN
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6473 TO 7132	GREEN RIVER: STAGES 5-7
7297 TO 8298	WASATCH: STAGES 1-4

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
12/31/2012	01/05/2012	24	→	442.0	238.0	268.0	52.0		FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
24/64	SI	1300.0	→	442	238	268	538	POW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #184922 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

RECEIVED

JAN 23 2013

DIV. OF OIL, GAS & MINING

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

29. Disposition of Gas(Sold, used for fuel, vented, etc.)

SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	2653
				MAHOGANY	3290
				TGR3	4718
				DOUGLAS CREEK	5604
				BLACK SHALE	6405
				CASTLE PEAK	6655
				UTELAND BUTTE	6955
				WASATCH	7189

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL. First gas sales were on 12-31-12 and first oil sales were on 1-1-13. Conductor cemented with grout. Attached is treatment data.

33. Circle enclosed attachments:

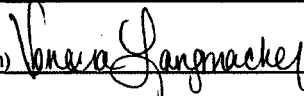
- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7. Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #184922 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) VENESSA LANGMACHERTitle SENIOR PERMIT ANALYST

Signature _____ (Electronic Submission)

Date 01/17/2013

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

16-8D-45 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>BBS Slurry</u>	<u>lbs 20/40 CRC</u>	<u>lbs 20/40 Premium White</u>	<u>Gal 15% HCl Acid</u>
1	3028	135100		
2	3485	160300		
3	3544	141100		
4	3481		149800	
5	554			15128 (w/ 68 Balls)
6	573			15073 (w/ 68 Balls)
7	554			15799 (w/ 68 Balls)

*Depth intervals for frac information same as perforation record intervals.

BILL BARRETT CORPORATION

UTAH (DUCHESNE COUNTY)

SEC. 8 T4S R5W U.S.B. & M.

#16-8D-45 BTR

ORIGINAL WELLBORE

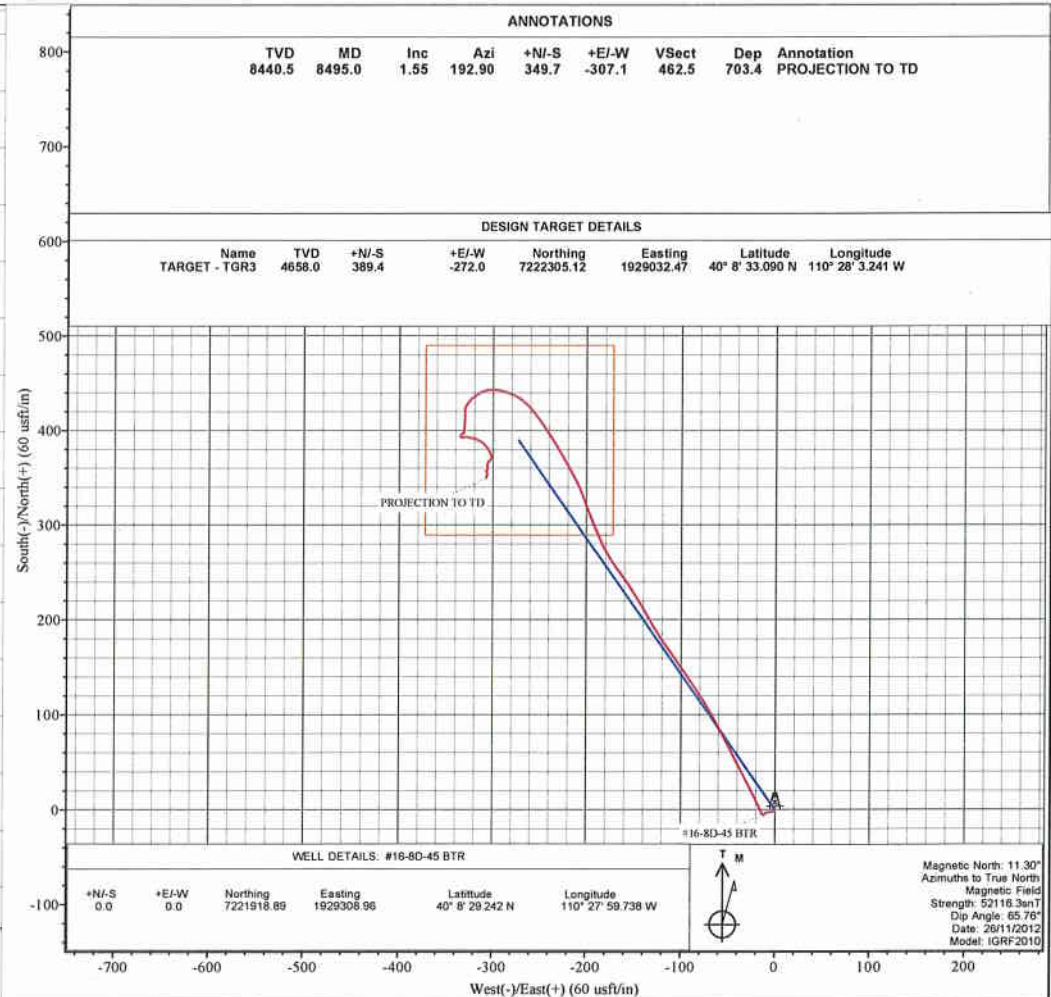
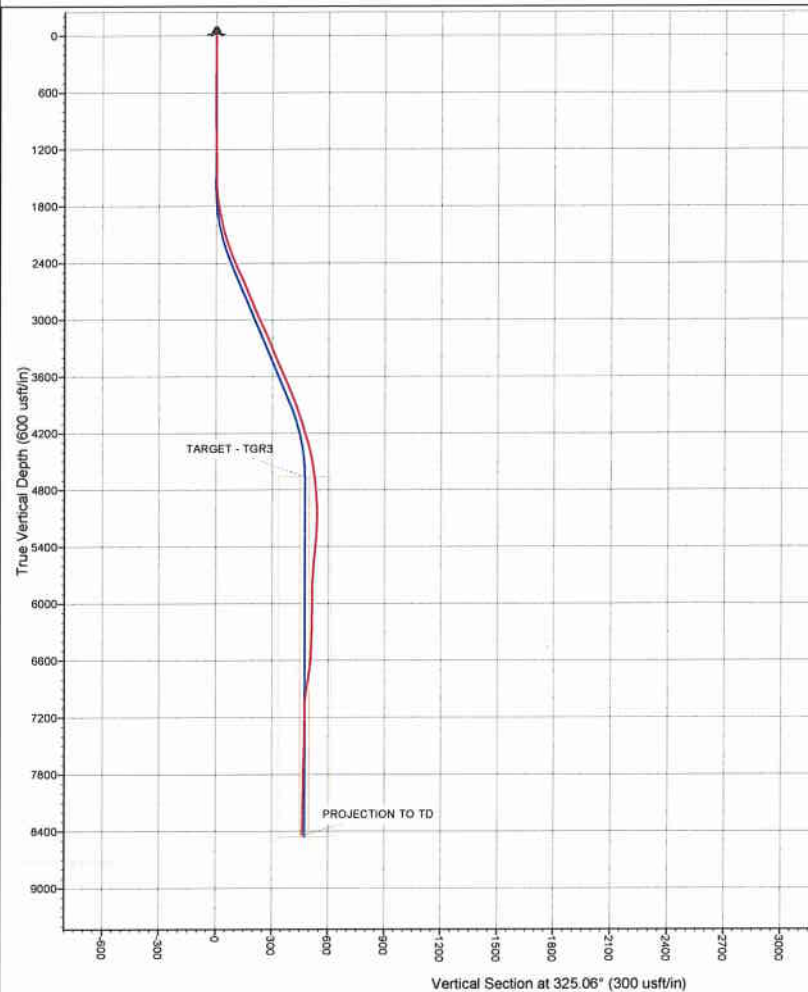
08 December, 2012

Survey: FINAL SURVEYS





Project: UTAH (DUCHESNE COUNTY)
 Site: SEC. 8 T4S R5W U.S.B. & M.
 Well: #16-8D-45 BTR
 Wellbore: ORIGINAL WELLBORE
 Design: FINAL SURVEYS



Survey Report



Company:	BILL BARRETT CORPORATION	Local Co-ordinate Reference:	Well #16-8D-45 BTR
Project:	UTAH (DUCHESNE COUNTY)	TVD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Site:	SEC. 8 T4S R5W U.S.B. & M.	MD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Well:	#16-8D-45 BTR	North Reference:	True
Wellbore:	ORIGINAL WELLBORE	Survey Calculation Method:	Minimum Curvature
Design:	FINAL SURVEYS	Database:	EDM 5000.1 Single User Db

Project	UTAH (DUCHESNE COUNTY)		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Central Zone		Using geodetic scale factor

Site	SEC. 8 T4S R5W U.S.B. & M.				
Site Position:		Northing:	7,221,918.89 usft	Latitude:	40° 8' 29.242 N
From:	Lat/Long	Easting:	1,929,308.96 usft	Longitude:	110° 27' 59.738 W
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16"	Grid Convergence:	0.66 °

Well	#16-8D-45 BTR					
Well Position	+N/-S	0.0 usft	Northing:	7,221,918.89 usft	Latitude:	40° 8' 29.242 N
	+E/-W	0.0 usft	Easting:	1,929,308.96 usft	Longitude:	110° 27' 59.738 W
Position Uncertainty		0.0 usft	Wellhead Elevation:	usft	Ground Level:	6,295.9 usft

Wellbore	ORIGINAL WELLBORE				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	26/11/2012	11.30	65.76	52,116

Design	FINAL SURVEYS				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)	
	0.0	0.0	0.0	325.06	

Survey Program	Date	08/12/2012			
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description	
141.0	8,495.0	FINAL SURVEYS (ORIGINAL WELLBORE)	MWD	MWD - Standard	

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.0	0.00	0.00	0.0	6,313.0	0.0	0.0	0.0	0.00	0.00	0.00
141.0	0.13	319.53	141.0	6,172.0	0.1	-0.1	0.2	0.09	0.09	0.00
229.0	0.04	319.01	229.0	6,084.0	0.2	-0.2	0.3	0.10	-0.10	-0.59
313.0	0.04	281.30	313.0	6,000.0	0.2	-0.2	0.3	0.03	0.00	-44.89
404.0	0.04	196.57	404.0	5,909.0	0.2	-0.3	0.3	0.06	0.00	-93.11
494.0	0.09	217.14	494.0	5,819.0	0.1	-0.3	0.3	0.06	0.06	22.86
586.0	0.18	220.83	586.0	5,727.0	0.0	-0.5	0.2	0.10	0.10	4.01
677.0	0.39	228.39	677.0	5,636.0	-0.3	-0.8	0.2	0.23	0.23	8.31
769.0	0.62	220.48	769.0	5,544.0	-0.9	-1.3	0.0	0.26	0.25	-8.60
860.0	1.01	219.16	860.0	5,453.0	-1.9	-2.2	-0.3	0.43	0.43	-1.45
955.0	0.88	267.76	955.0	5,358.0	-2.6	-3.4	-0.2	0.83	-0.14	51.16
1,050.0	1.14	264.51	1,050.0	5,263.0	-2.7	-5.1	0.7	0.28	0.27	-3.42
1,146.0	1.32	258.27	1,145.9	5,167.1	-3.0	-7.1	1.6	0.23	0.19	-6.50

Survey Report



Company: BILL BARRETT CORPORATION
Project: UTAH (DUCHESNE COUNTY)
Site: SEC. 8 T4S R5W U.S.B. & M.
Well: #16-8D-45 BTR
Wellbore: ORIGINAL WELLBORE
Design: FINAL SURVEYS
Local Co-ordinate Reference: Well #16-8D-45 BTR
TVD Reference: KB-EST @ 6313.0usft (Original Well Elev)
MD Reference: KB-EST @ 6313.0usft (Original Well Elev)
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
1,241.0	1.41	255.11	1,240.9	5,072.1	-3.6	-9.3	2.4	0.12	0.09	-3.33
1,336.0	0.57	197.98	1,335.9	4,977.1	-4.3	-10.6	2.5	1.26	-0.88	-60.14
1,431.0	0.88	206.24	1,430.9	4,882.1	-5.4	-11.1	1.9	0.34	0.33	8.69
1,526.0	0.83	278.84	1,525.9	4,787.1	-6.0	-12.1	2.0	1.07	-0.05	76.42
1,621.0	1.98	327.62	1,620.9	4,692.1	-4.5	-13.6	4.1	1.65	1.21	51.35
1,717.0	3.74	336.85	1,716.7	4,596.3	-0.2	-15.8	8.9	1.89	1.83	9.61
1,812.0	5.01	335.62	1,811.5	4,501.5	6.4	-18.7	16.0	1.34	1.34	-1.29
1,907.0	5.89	332.72	1,906.0	4,407.0	14.5	-22.6	24.9	0.97	0.93	-3.05
2,002.0	7.03	332.63	2,000.4	4,312.6	24.0	-27.5	35.5	1.20	1.20	-0.09
2,097.0	8.39	332.54	2,094.6	4,218.4	35.4	-33.4	48.1	1.43	1.43	-0.09
2,192.0	9.71	332.28	2,188.4	4,124.6	48.6	-40.3	62.9	1.39	1.39	-0.27
2,287.0	10.90	332.80	2,281.8	4,031.2	63.7	-48.2	79.8	1.26	1.25	0.55
2,383.0	12.13	331.84	2,375.9	3,937.1	80.6	-57.1	98.8	1.30	1.28	-1.00
2,449.0	13.18	331.84	2,440.3	3,872.7	93.4	-63.9	113.2	1.59	1.59	0.00
2,539.0	12.83	328.15	2,528.0	3,785.0	110.9	-74.0	133.3	1.00	-0.39	-4.10
2,635.0	12.17	326.21	2,621.7	3,691.3	128.4	-85.3	154.1	0.81	-0.69	-2.02
2,730.0	12.30	325.33	2,714.6	3,598.4	145.0	-96.6	174.2	0.24	0.14	-0.93
2,825.0	11.73	324.81	2,807.5	3,505.5	161.2	-107.9	194.0	0.61	-0.60	-0.55
2,920.0	11.70	325.86	2,900.5	3,412.5	177.1	-118.9	213.3	0.23	-0.03	1.11
3,015.0	12.08	328.85	2,993.5	3,319.5	193.6	-129.4	232.8	0.76	0.40	3.15
3,110.0	14.15	330.10	3,086.0	3,227.0	212.2	-140.4	254.3	2.20	2.18	1.32
3,205.0	12.11	328.11	3,178.5	3,134.5	230.7	-151.4	275.8	2.20	-2.15	-2.09
3,301.0	11.34	321.99	3,272.5	3,040.5	246.7	-162.6	295.3	1.52	-0.80	-6.37
3,396.0	12.66	327.35	3,365.4	2,947.6	262.8	-173.9	315.0	1.82	1.39	5.64
3,492.0	11.69	335.44	3,459.3	2,853.7	280.5	-183.6	335.1	2.04	-1.01	8.43
3,587.0	12.84	338.52	3,552.1	2,760.9	299.1	-191.5	354.9	1.39	1.21	3.24
3,682.0	13.54	339.84	3,644.6	2,668.4	319.4	-199.2	375.9	0.80	0.74	1.39
3,777.0	11.90	335.98	3,737.3	2,575.7	338.7	-207.0	396.3	1.94	-1.73	-4.06
3,872.0	11.38	330.87	3,830.3	2,482.7	355.9	-215.6	415.2	1.21	-0.55	-5.38
3,968.0	9.98	329.90	3,924.6	2,388.4	371.3	-224.4	432.9	1.47	-1.46	-1.01
4,063.0	9.93	328.23	4,018.2	2,294.8	385.4	-232.8	449.3	0.31	-0.05	-1.76
4,158.0	8.17	327.35	4,112.0	2,201.0	398.1	-240.8	464.2	1.86	-1.85	-0.93
4,253.0	8.83	323.49	4,206.0	2,107.0	409.6	-248.7	478.3	0.92	0.69	-4.06
4,348.0	7.95	320.32	4,300.0	2,013.0	420.5	-257.3	492.1	1.05	-0.93	-3.34
4,443.0	6.77	311.36	4,394.2	1,918.8	429.3	-265.7	504.1	1.73	-1.24	-9.43
4,539.0	5.93	298.61	4,489.6	1,823.4	435.4	-274.3	514.0	1.70	-0.87	-13.28
4,634.0	5.27	290.26	4,584.1	1,728.9	439.3	-282.7	522.0	1.10	-0.69	-8.79
4,729.0	4.79	283.15	4,678.8	1,634.2	441.7	-290.6	528.5	0.83	-0.51	-7.48
4,824.0	4.17	275.24	4,773.5	1,539.5	442.9	-297.9	533.7	0.92	-0.65	-8.33
4,919.0	4.22	259.68	4,868.2	1,444.8	442.6	-304.8	537.4	1.20	0.05	-16.38
5,014.0	4.00	248.25	4,963.0	1,350.0	440.7	-311.3	539.6	0.89	-0.23	-12.03
5,109.0	4.22	236.12	5,057.7	1,255.3	437.6	-317.3	540.4	0.94	0.23	-12.77
5,205.0	4.83	227.95	5,153.5	1,159.5	432.9	-323.2	540.0	0.92	0.64	-8.51
5,299.0	3.82	212.83	5,247.2	1,065.8	427.6	-327.9	538.3	1.61	-1.07	-16.09
5,395.0	3.03	191.04	5,343.0	970.0	422.4	-330.1	535.3	1.57	-0.82	-22.70
5,490.0	3.91	173.72	5,437.8	875.2	416.7	-330.2	530.7	1.43	0.93	-18.23
5,585.0	4.31	183.48	5,532.6	780.4	410.0	-330.1	525.1	0.85	0.42	10.27
5,680.0	1.98	183.65	5,627.5	685.5	404.8	-330.4	521.0	2.45	-2.45	0.18
5,775.0	2.77	192.27	5,722.4	590.6	400.9	-331.0	518.2	0.91	0.83	9.07
5,871.0	1.19	161.77	5,818.3	494.7	397.7	-331.2	515.7	1.92	-1.65	-31.77
5,966.0	0.70	278.66	5,913.3	399.7	396.8	-331.4	515.1	1.72	-0.52	123.04
6,061.0	1.41	241.57	6,008.3	304.7	396.3	-333.0	515.6	1.00	0.75	-39.04
6,156.0	1.93	206.59	6,103.2	209.8	394.4	-334.8	515.0	1.18	0.55	-36.82

Survey Report



Company:	BILL BARRETT CORPORATION	Local Co-ordinate Reference:	Well #16-8D-45 BTR
Project:	UTAH (DUCHESNE COUNTY)	TVD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Site:	SEC. 8 T4S R5W U.S.B. & M.	MD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Well:	#16-8D-45 BTR	North Reference:	True
Wellbore:	ORIGINAL WELLBORE	Survey Calculation Method:	Minimum Curvature
Design:	FINAL SURVEYS	Database:	EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
6,252.0	0.83	123.01	6,199.2	113.8	392.5	-334.9	513.6	2.10	-1.15	-87.06
6,347.0	1.45	72.12	6,294.2	18.8	392.5	-333.2	512.6	1.19	0.65	-53.57
6,442.0	2.20	89.70	6,389.2	-76.2	392.9	-330.2	511.2	0.98	0.79	18.51
6,537.0	0.70	104.02	6,484.1	-171.1	392.8	-327.9	509.7	1.61	-1.58	15.07
6,632.0	2.98	95.85	6,579.1	-266.1	392.4	-324.8	507.7	2.41	2.40	-8.60
6,727.0	5.01	108.33	6,673.8	-360.8	390.8	-318.4	502.8	2.31	2.14	13.14
6,822.0	4.75	128.72	6,768.5	-455.5	387.1	-311.4	495.7	1.84	-0.27	21.46
6,918.0	4.75	141.82	6,864.2	-551.2	381.5	-305.9	487.9	1.13	0.00	13.65
7,013.0	3.52	155.79	6,958.9	-645.9	375.7	-302.2	481.1	1.66	-1.29	14.71
7,108.0	2.29	184.55	7,053.8	-740.8	371.1	-301.2	476.7	1.97	-1.29	30.27
7,203.0	0.75	235.95	7,148.8	-835.8	368.9	-301.9	475.3	2.01	-1.62	54.11
7,298.0	1.14	232.36	7,243.8	-930.8	368.0	-303.1	475.3	0.42	0.41	-3.78
7,393.0	1.23	222.06	7,338.7	-1,025.7	366.6	-304.6	475.0	0.24	0.09	-10.84
7,488.0	0.13	237.18	7,433.7	-1,120.7	365.8	-305.3	474.8	1.16	-1.16	15.92
7,584.0	1.14	190.33	7,529.7	-1,216.7	364.8	-305.6	474.1	1.10	1.05	-48.80
7,678.0	1.54	194.73	7,623.7	-1,310.7	362.7	-306.1	472.6	0.44	0.43	4.68
7,773.0	0.75	127.67	7,718.7	-1,405.7	361.1	-305.9	471.2	1.50	-0.83	-70.59
7,868.0	1.49	177.06	7,813.7	-1,500.7	359.5	-305.4	469.6	1.21	0.78	51.99
7,964.0	0.83	252.91	7,909.7	-1,596.7	358.0	-306.0	468.7	1.58	-0.69	79.01
8,059.0	1.27	234.98	8,004.6	-1,691.6	357.2	-307.5	468.9	0.57	0.46	-18.87
8,154.0	1.58	114.84	8,099.6	-1,786.6	356.1	-307.2	467.8	2.60	0.33	-126.46
8,249.0	0.75	175.92	8,194.6	-1,881.6	354.9	-305.9	466.1	1.46	-0.87	64.29
8,344.0	1.27	196.22	8,289.6	-1,976.6	353.3	-306.2	464.9	0.66	0.55	21.37
8,440.0	1.45	194.11	8,385.6	-2,072.6	351.1	-306.8	463.5	0.19	0.19	-2.20
PROJECTION TO TD										
8,495.0	1.55	192.90	8,440.5	-2,127.5	349.7	-307.1	462.5	0.19	0.18	-2.20

Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (usft)	+N/-S (usft)	+E/-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude
- hit/miss target									
- Shape									
TARGET - TGR3	0.00	0.00	4,658.0	389.4	-272.0	7,222,305.12	1,929,032.47	40° 8' 33.090 N	110° 28' 3.241 W
- survey misses target center by 54.5usft at 4705.4usft MD (4655.3 TVD, 441.2 N, -288.7 E)									
- Rectangle (sides W200.0 H200.0 D3,800.0)									

Survey Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates	Comment
		+N/-S (usft)	+E/-W (usft)
8,495.0	8,440.5	349.7	-307.1
PROJECTION TO TD			

Checked By: _____ Approved By: _____ Date: _____

COPY

Form 3160-4
(August 2007)UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
1420H626265

1a. Type of Well ☒ Oil Well ☐ Gas Well ☐ Dry ☐ Other
 b. Type of Completion ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
 Other _____

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator
BILL BARRETT CORPORATION
 Contact: VENESSA LANGMACHER
 E-Mail: vlangmacher@billbarrettcorp.com

8. Lease Name and Well No.
16-8D-45 BTR

3. Address 1099 18TH STREET SUITE 2300
DENVER, CO 80202

3a. Phone No. (include area code)
Ph: 303-312-8172

9. API Well No.
43-013-50466

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

At surface SESE 415FSL 538FEL

At top prod interval reported below SESE 807FSL 868FEL

At total depth SESE 764FSL 845FEL

10. Field and Pool, or Exploratory
ALTAMONT11. Sec., T., R., M., or Block and Survey
or Area Sec 8 T4S R5W Mer UBM12. County or Parish
DUCHESTER13. State
UT14. Date Spudded
11/03/201215. Date T.D. Reached
12/12/2012

16. Date Completed
☐ D & A ☒ Ready to Prod.
12/31/2012

17. Elevations (DF, KB, RT, GL)*
6299 GL18. Total Depth: MD 8495
TVD 844019. Plug Back T.D.: MD 8444
TVD 838920. Depth Bridge Plug Set: MD
TVD21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
TRIPLE COMBO, CBL

22. Was well cored? ☒ No ☐ Yes (Submit analysis)
 Was DST run? ☒ No ☐ Yes (Submit analysis)
 Directional Survey? ☐ No ☒ Yes (Submit analysis)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	65.0	0	80	80			0	
12.250	9.625 J-55	36.0	0	2514	2514	640	282	0	
8.750	5.500 P-110	17.0	0	8489	8489	1590	255	2180	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	6372							

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	6473	7132	6473 TO 7132	0.440	132	OPEN
B) WASATCH	7297	8298	7297 TO 8298	0.440	174	OPEN
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6473 TO 7132	GREEN RIVER: STAGES 5-7
7297 TO 8298	WASATCH: STAGES 1-4

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
12/31/2012	01/05/2012	24	→	442.0	238.0	268.0	52.0		FLOWS FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
24/64	240	1300.0	→	442	238	268	538	POW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

RECEIVED

JAN 23 2013

DIV OF OIL, GAS & MINING

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #184922 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Shoke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Shoke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

29. Disposition of Gas (Sold, used for fuel, vented, etc.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
				GREEN RIVER	2653
				MAHOGANY	3290
				TGR3	4718
				DOUGLAS CREEK	5604
				BLACK SHALE	6405
				CASTLE PEAK	6655
				UTELAND BUTTE	6955
				WASATCH	7189

32. Additional remarks (include plugging procedure):

TOC was calculated by CBL. First gas sales were on 12-31-12 and first oil sales were on 1-1-13. Conductor cemented with grout. Attached is treatment data.

33. Circle enclosed attachments:

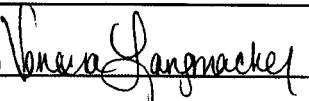
- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #184922 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) VENESSA LANGMACHERTitle SENIOR PERMIT ANALYST

Signature _____ (Electronic Submission)


Date 01/17/2013

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL **

16-8D-45 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>BBLs Slurry</u>	<u>lbs 20/40 CRC</u>	<u>lbs 20/40 Premium White</u>	<u>Gal 15% HCl Acid</u>
1	3028	135100		
2	3485	160300		
3	3544	141100		
4	3481		149800	
5	554			15128 (w/ 68 Balls)
6	573			15073 (w/ 68 Balls)
7	554			15799 (w/ 68 Balls)

*Depth intervals for frac information same as perforation record intervals.

BILL BARRETT CORPORATION

UTAH (DUCHESNE COUNTY)

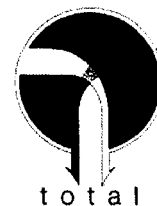
SEC. 8 T4S R5W U.S.B. & M.

#16-8D-45 BTR

ORIGINAL WELLBORE

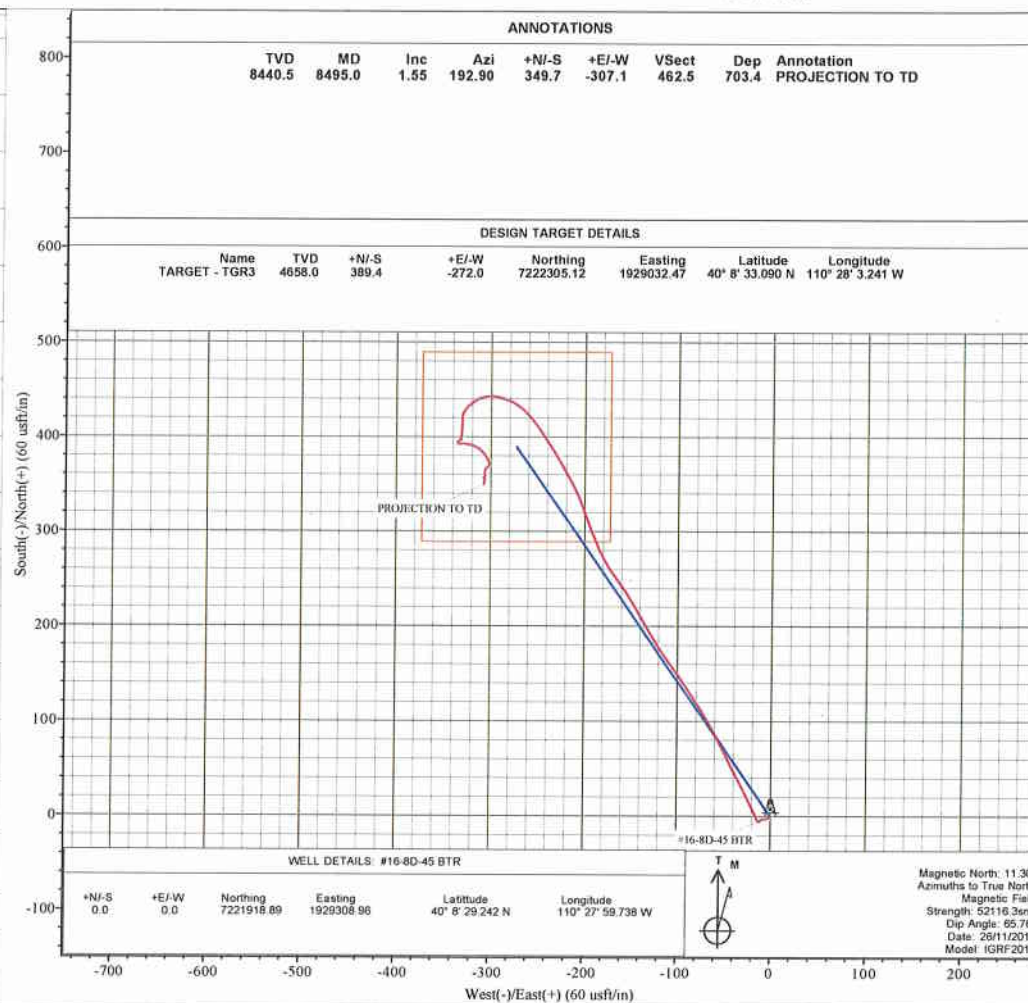
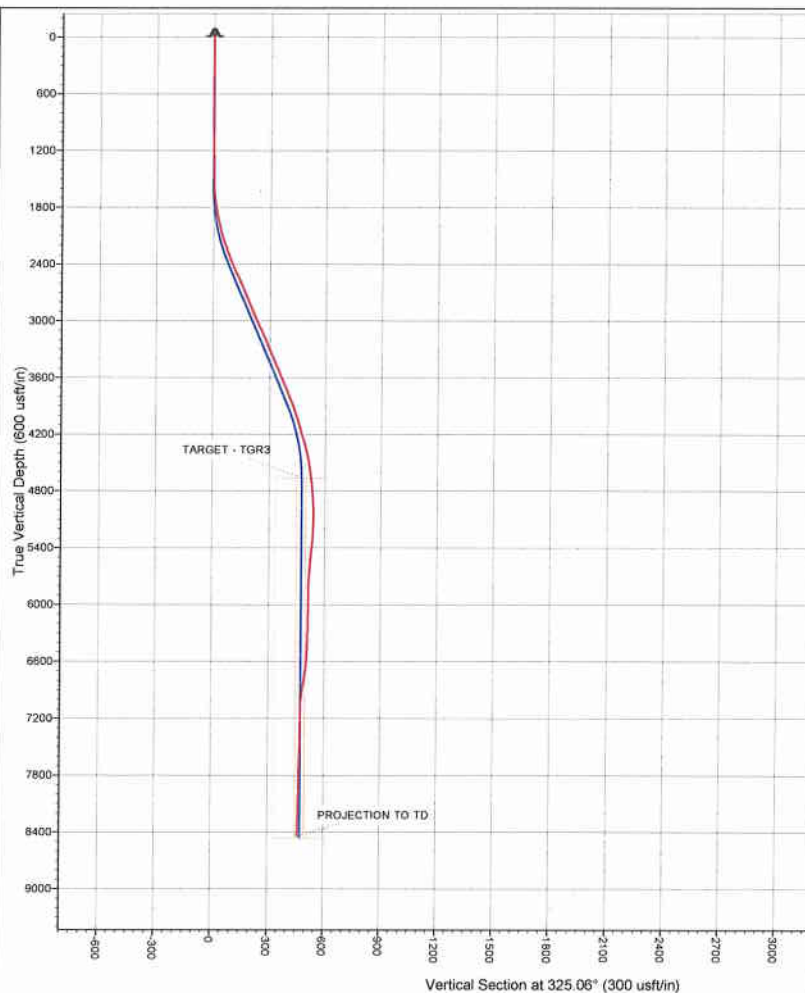
08 December, 2012

Survey: FINAL SURVEYS



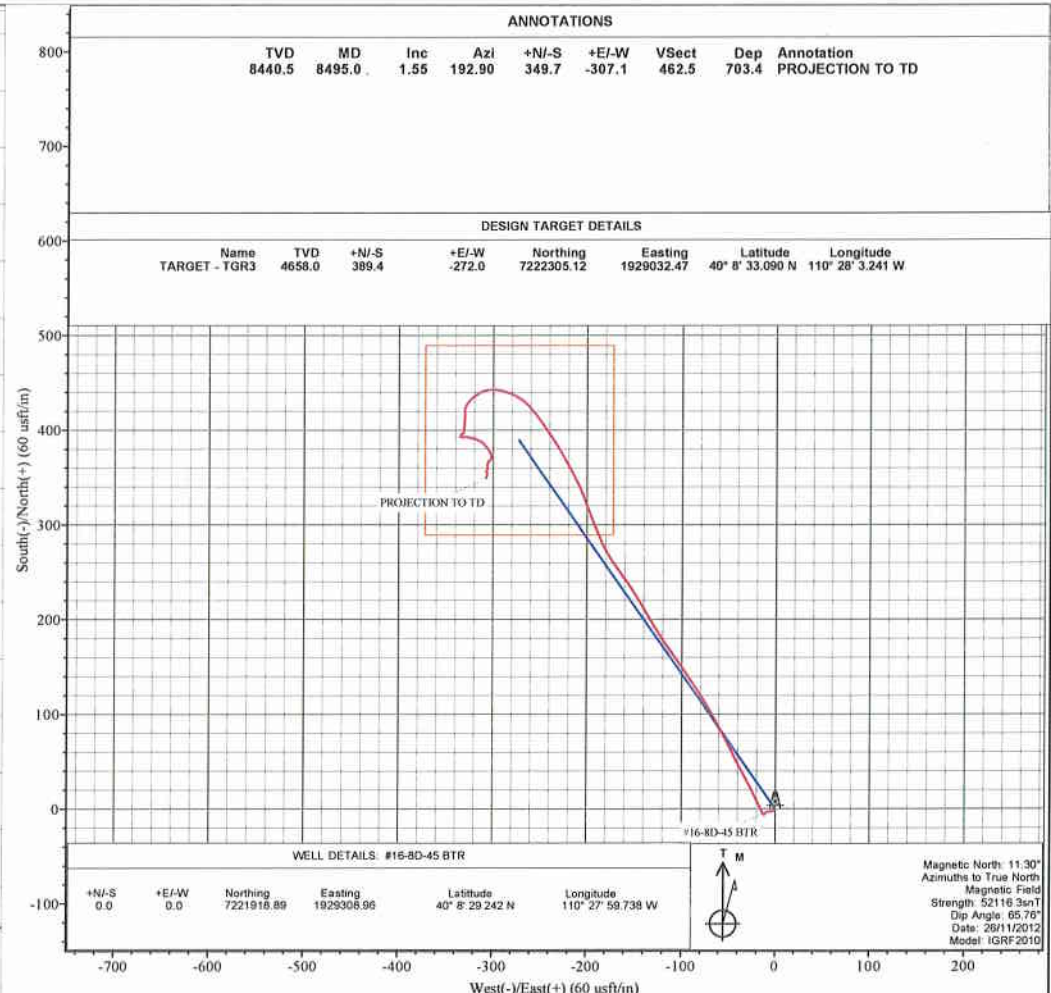
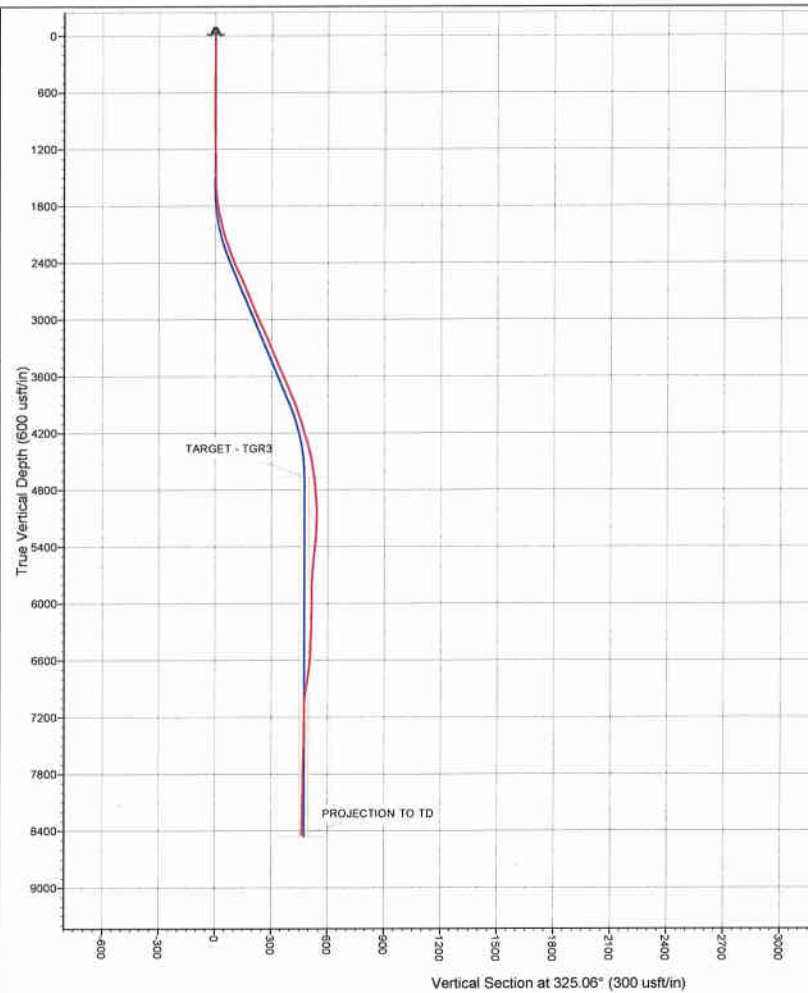


Project: UTAH (DUCHESNE COUNTY)
 Site: SEC. 8 T4S R5W U.S.B. & M.
 Well: #16-8D-45 BTR
 Wellbore: ORIGINAL WELLBORE
 Design: FINAL SURVEYS





Project: UTAH (DUCHESNE COUNTY)
Site: SEC. 8 T4S R5W U.S.B. & M.
Well: #16-8D-45 BTR
Wellbore: ORIGINAL WELLBORE
Design: FINAL SURVEYS



Survey Report



Company:	BILL BARRETT CORPORATION	Local Co-ordinate Reference:	Well #16-8D-45 BTR
Project:	UTAH (DUCHESNE COUNTY)	TVD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Site:	SEC. 8 T4S R5W U.S.B. & M.	MD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Well:	#16-8D-45 BTR	North Reference:	True
Wellbore:	ORIGINAL WELLBORE	Survey Calculation Method:	Minimum Curvature
Design:	FINAL SURVEYS	Database:	EDM 5000.1 Single User Db

Project	UTAH (DUCHESNE COUNTY)		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Central Zone		Using geodetic scale factor

Site	SEC. 8 T4S R5W U.S.B. & M.				
Site Position:		Northing:	7,221,918.89usft	Latitude:	40° 8' 29.242 N
From:	Lat/Long	Easting:	1,929,308.96usft	Longitude:	110° 27' 59.738 W
Position Uncertainty:	0.0 usft	Slot Radius:	13-3/16"	Grid Convergence:	0.66 °

Well	#16-8D-45 BTR					
Well Position	+N/-S	0.0 usft	Northing:	7,221,918.89 usft	Latitude:	40° 8' 29.242 N
	+E/-W	0.0 usft	Easting:	1,929,308.96 usft	Longitude:	110° 27' 59.738 W
Position Uncertainty		0.0 usft	Wellhead Elevation:	usft	Ground Level:	6,295.9 usft

Wellbore	ORIGINAL WELLBORE				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	26/11/2012	11.30	65.76	52,116

Design	FINAL SURVEYS				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)	
	0.0	0.0	0.0	325.06	

Survey Program	Date 08/12/2012				
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description	
141.0	8,495.0	FINAL SURVEYS (ORIGINAL WELLBORE)	MWD	MWD - Standard	

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Bulld Rate (°/100usft)	Turn Rate (°/100usft)
0.0	0.00	0.00	0.0	6,313.0	0.0	0.0	0.0	0.00	0.00	0.00
141.0	0.13	319.53	141.0	6,172.0	0.1	-0.1	0.2	0.09	0.09	0.00
229.0	0.04	319.01	229.0	6,084.0	0.2	-0.2	0.3	0.10	-0.10	-0.59
313.0	0.04	281.30	313.0	6,000.0	0.2	-0.2	0.3	0.03	0.00	-44.89
404.0	0.04	196.57	404.0	5,909.0	0.2	-0.3	0.3	0.06	0.00	-93.11
494.0	0.09	217.14	494.0	5,819.0	0.1	-0.3	0.3	0.06	0.06	22.86
586.0	0.18	220.83	586.0	5,727.0	0.0	-0.5	0.2	0.10	0.10	4.01
677.0	0.39	228.39	677.0	5,636.0	-0.3	-0.8	0.2	0.23	0.23	8.31
769.0	0.62	220.48	769.0	5,544.0	-0.9	-1.3	0.0	0.26	0.25	-8.60
860.0	1.01	219.16	860.0	5,453.0	-1.9	-2.2	-0.3	0.43	0.43	-1.45
955.0	0.88	267.76	955.0	5,358.0	-2.6	-3.4	-0.2	0.83	-0.14	51.16
1,050.0	1.14	264.51	1,050.0	5,263.0	-2.7	-5.1	0.7	0.28	0.27	-3.42
1,146.0	1.32	258.27	1,145.9	5,167.1	-3.0	-7.1	1.6	0.23	0.19	-6.50

Survey Report



Company:	BILL BARRETT CORPORATION	Local Co-ordinate Reference:	Well #16-8D-45 BTR
Project:	UTAH (DUCHESNE COUNTY)	TVD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Site:	SEC. 8 T4S R5W U.S.B. & M.	MD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Well:	#16-8D-45 BTR	North Reference:	True
Wellbore:	ORIGINAL WELLBORE	Survey Calculation Method:	Minimum Curvature
Design:	FINAL SURVEYS	Database:	EDM 5000.1 Single User Db

Survey											
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N-S (usft)	+E-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
1,241.0	1.41	255.11	1,240.9	5,072.1	-3.6	-9.3	2.4	0.12	0.09	-3.33	
1,336.0	0.57	197.98	1,335.9	4,977.1	-4.3	-10.6	2.5	1.26	-0.88	-60.14	
1,431.0	0.88	206.24	1,430.9	4,882.1	-5.4	-11.1	1.9	0.34	0.33	8.69	
1,526.0	0.83	278.84	1,525.9	4,787.1	-6.0	-12.1	2.0	1.07	-0.05	76.42	
1,621.0	1.98	327.62	1,620.9	4,692.1	-4.5	-13.6	4.1	1.65	1.21	51.35	
1,717.0	3.74	336.85	1,716.7	4,596.3	-0.2	-15.8	8.9	1.89	1.83	9.61	
1,812.0	5.01	335.62	1,811.5	4,501.5	6.4	-18.7	16.0	1.34	1.34	-1.29	
1,907.0	5.89	332.72	1,906.0	4,407.0	14.5	-22.6	24.9	0.97	0.93	-3.05	
2,002.0	7.03	332.63	2,000.4	4,312.6	24.0	-27.5	35.5	1.20	1.20	-0.09	
2,097.0	8.39	332.54	2,094.6	4,218.4	35.4	-33.4	48.1	1.43	1.43	-0.09	
2,192.0	9.71	332.28	2,188.4	4,124.6	48.6	-40.3	62.9	1.39	1.39	-0.27	
2,287.0	10.90	332.80	2,281.8	4,031.2	63.7	-48.2	79.8	1.26	1.25	0.55	
2,383.0	12.13	331.84	2,375.9	3,937.1	80.6	-57.1	98.8	1.30	1.28	-1.00	
2,449.0	13.18	331.84	2,440.3	3,872.7	93.4	-63.9	113.2	1.59	1.59	0.00	
2,539.0	12.83	328.15	2,528.0	3,785.0	110.9	-74.0	133.3	1.00	-0.39	-4.10	
2,635.0	12.17	326.21	2,621.7	3,691.3	128.4	-85.3	154.1	0.81	-0.69	-2.02	
2,730.0	12.30	325.33	2,714.6	3,598.4	145.0	-96.6	174.2	0.24	0.14	-0.93	
2,825.0	11.73	324.81	2,807.5	3,505.5	161.2	-107.9	194.0	0.61	-0.60	-0.55	
2,920.0	11.70	325.86	2,900.5	3,412.5	177.1	-118.9	213.3	0.23	-0.03	1.11	
3,015.0	12.08	328.85	2,993.5	3,319.5	193.6	-129.4	232.8	0.76	0.40	3.15	
3,110.0	14.15	330.10	3,086.0	3,227.0	212.2	-140.4	254.3	2.20	2.18	1.32	
3,205.0	12.11	328.11	3,178.5	3,134.5	230.7	-151.4	275.8	2.20	-2.15	-2.09	
3,301.0	11.34	321.99	3,272.5	3,040.5	246.7	-162.6	295.3	1.52	-0.80	-6.37	
3,396.0	12.66	327.35	3,365.4	2,947.6	262.8	-173.9	315.0	1.82	1.39	5.64	
3,492.0	11.69	335.44	3,459.3	2,853.7	280.5	-183.6	335.1	2.04	-1.01	8.43	
3,587.0	12.84	338.52	3,552.1	2,760.9	299.1	-191.5	354.9	1.39	1.21	3.24	
3,682.0	13.54	339.84	3,644.6	2,668.4	319.4	-199.2	375.9	0.80	0.74	1.39	
3,777.0	11.90	335.98	3,737.3	2,575.7	338.7	-207.0	396.3	1.94	-1.73	-4.06	
3,872.0	11.38	330.87	3,830.3	2,482.7	355.9	-215.6	415.2	1.21	-0.55	-5.38	
3,968.0	9.98	329.90	3,924.6	2,388.4	371.3	-224.4	432.9	1.47	-1.46	-1.01	
4,063.0	9.93	328.23	4,018.2	2,294.8	385.4	-232.8	449.3	0.31	-0.05	-1.76	
4,158.0	8.17	327.35	4,112.0	2,201.0	398.1	-240.8	464.2	1.86	-1.85	-0.93	
4,253.0	8.83	323.49	4,206.0	2,107.0	409.6	-248.7	478.3	0.92	0.69	-4.06	
4,348.0	7.95	320.32	4,300.0	2,013.0	420.5	-257.3	492.1	1.05	-0.93	-3.34	
4,443.0	6.77	311.36	4,394.2	1,918.8	429.3	-265.7	504.1	1.73	-1.24	-9.43	
4,539.0	5.93	298.61	4,489.6	1,823.4	435.4	-274.3	514.0	1.70	-0.87	-13.28	
4,634.0	5.27	290.26	4,584.1	1,728.9	439.3	-282.7	522.0	1.10	-0.69	-8.79	
4,729.0	4.79	283.15	4,678.8	1,634.2	441.7	-290.6	528.5	0.83	-0.51	-7.48	
4,824.0	4.17	275.24	4,773.5	1,539.5	442.9	-297.9	533.7	0.92	-0.65	-8.33	
4,919.0	4.22	259.68	4,868.2	1,444.8	442.6	-304.8	537.4	1.20	0.05	-16.38	
5,014.0	4.00	248.25	4,963.0	1,350.0	440.7	-311.3	539.6	0.89	-0.23	-12.03	
5,109.0	4.22	236.12	5,057.7	1,255.3	437.6	-317.3	540.4	0.94	0.23	-12.77	
5,205.0	4.83	227.95	5,153.5	1,159.5	432.9	-323.2	540.0	0.92	0.64	-8.51	
5,299.0	3.82	212.83	5,247.2	1,065.8	427.6	-327.9	538.3	1.61	-1.07	-16.09	
5,395.0	3.03	191.04	5,343.0	970.0	422.4	-330.1	535.3	1.57	-0.82	-22.70	
5,490.0	3.91	173.72	5,437.8	875.2	416.7	-330.2	530.7	1.43	0.93	-18.23	
5,585.0	4.31	183.48	5,532.6	780.4	410.0	-330.1	525.1	0.85	0.42	10.27	
5,680.0	1.98	183.65	5,627.5	685.5	404.8	-330.4	521.0	2.45	-2.45	0.18	
5,775.0	2.77	192.27	5,722.4	590.6	400.9	-331.0	518.2	0.91	0.83	9.07	
5,871.0	1.19	161.77	5,818.3	494.7	397.7	-331.2	515.7	1.92	-1.65	-31.77	
5,966.0	0.70	278.66	5,913.3	399.7	396.8	-331.4	515.1	1.72	-0.52	123.04	
6,061.0	1.41	241.57	6,008.3	304.7	396.3	-333.0	515.6	1.00	0.75	-39.04	
6,156.0	1.93	206.59	6,103.2	209.8	394.4	-334.8	515.0	1.18	0.55	-36.82	

Survey Report



Company:	BILL BARRETT CORPORATION	Local Co-ordinate Reference:	Well #16-8D-45 BTR
Project:	UTAH (DUCHESNE COUNTY)	TVD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Site:	SEC. 8 T4S R5W U.S.B. & M.	MD Reference:	KB-EST @ 6313.0usft (Original Well Elev)
Well:	#16-8D-45 BTR	North Reference:	True
Wellbore:	ORIGINAL WELLBORE	Survey Calculation Method:	Minimum Curvature
Design:	FINAL SURVEYS	Database:	EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	Subsea Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Bulld Rate (°/100usft)	Turn Rate (°/100usft)
6,252.0	0.83	123.01	6,199.2	113.8	392.5	-334.9	513.6	2.10	-1.15	-87.06
6,347.0	1.45	72.12	6,294.2	18.8	392.5	-333.2	512.6	1.19	0.65	-53.57
6,442.0	2.20	89.70	6,389.2	-76.2	392.9	-330.2	511.2	0.98	0.79	18.51
6,537.0	0.70	104.02	6,484.1	-171.1	392.8	-327.9	509.7	1.61	-1.58	15.07
6,632.0	2.98	95.85	6,579.1	-266.1	392.4	-324.8	507.7	2.41	2.40	-8.60
6,727.0	5.01	108.33	6,673.8	-360.8	390.8	-318.4	502.8	2.31	2.14	13.14
6,822.0	4.75	128.72	6,768.5	-455.5	387.1	-311.4	495.7	1.84	-0.27	21.46
6,918.0	4.75	141.82	6,864.2	-551.2	381.5	-305.9	487.9	1.13	0.00	13.65
7,013.0	3.52	155.79	6,958.9	-645.9	375.7	-302.2	481.1	1.66	-1.29	14.71
7,108.0	2.29	184.55	7,053.8	-740.8	371.1	-301.2	476.7	1.97	-1.29	30.27
7,203.0	0.75	235.95	7,148.8	-835.8	368.9	-301.9	475.3	2.01	-1.62	54.11
7,298.0	1.14	232.36	7,243.8	-930.8	368.0	-303.1	475.3	0.42	0.41	-3.78
7,393.0	1.23	222.06	7,338.7	-1,025.7	366.6	-304.6	475.0	0.24	0.09	-10.84
7,488.0	0.13	237.18	7,433.7	-1,120.7	365.8	-305.3	474.8	1.16	-1.16	15.92
7,584.0	1.14	190.33	7,529.7	-1,216.7	364.8	-305.6	474.1	1.10	1.05	-48.80
7,678.0	1.54	194.73	7,623.7	-1,310.7	362.7	-306.1	472.6	0.44	0.43	4.68
7,773.0	0.75	127.67	7,718.7	-1,405.7	361.1	-305.9	471.2	1.50	-0.83	-70.59
7,868.0	1.49	177.06	7,813.7	-1,500.7	359.5	-305.4	469.6	1.21	0.78	51.99
7,964.0	0.83	252.91	7,909.7	-1,596.7	358.0	-306.0	468.7	1.58	-0.69	79.01
8,059.0	1.27	234.98	8,004.6	-1,691.6	357.2	-307.5	468.9	0.57	0.46	-18.87
8,154.0	1.58	114.84	8,099.6	-1,786.6	356.1	-307.2	467.8	2.60	0.33	-126.46
8,249.0	0.75	175.92	8,194.6	-1,881.6	354.9	-305.9	466.1	1.46	-0.87	64.29
8,344.0	1.27	196.22	8,289.6	-1,976.6	353.3	-306.2	464.9	0.66	0.55	21.37
8,440.0	1.45	194.11	8,385.6	-2,072.6	351.1	-306.8	463.5	0.19	0.19	-2.20
PROJECTION TO TD										
8,495.0	1.55	192.90	8,440.5	-2,127.5	349.7	-307.1	462.5	0.19	0.18	-2.20

Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (usft)	+N/-S (usft)	+E/-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude
- hit/miss target									
- Shape									
TARGET - TGR3	0.00	0.00	4,658.0	389.4	-272.0	7,222,305.12	1,929,032.47	40° 8' 33.090 N	110° 28' 3.241 W
- survey misses target center by 54.5usft at 4705.4usft MD (4655.3 TVD, 441.2 N, -288.7 E)									
- Rectangle (sides W200.0 H200.0 D3,800.0)									

Survey Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N/-S (usft)	+E/-W (usft)	
8,495.0	8,440.5	349.7	-307.1	PROJECTION TO TD

Checked By: _____ Approved By: _____ Date: _____

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

From: Bill Barrett Corporation

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LC Tribal 5-25-46	25	040S	060W	4301352126		Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161		Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175		Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176		Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186		Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944		Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945		Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946		Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947		Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056		Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057		Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059		Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060		Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061		Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066		Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067		Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068		Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069		Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070		Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071		Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072		Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075		Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076		Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077		Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078		Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079		Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080		Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081		Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082		Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083		Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084		Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085		Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122		Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123		Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124		Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125		Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126		Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127		Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128		Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130		Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132		Indian	Indian	OW	APD

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LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

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1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

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4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

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LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

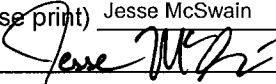
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-LUDGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

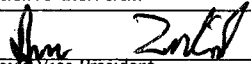
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

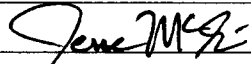
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

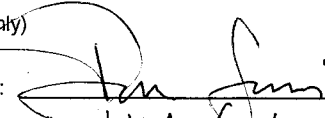
CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadii</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

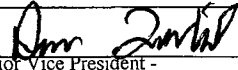
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

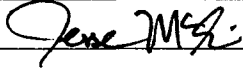
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadi
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

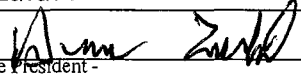
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

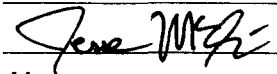
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadi</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*